

# **ATTACHMENT 25**

1           IN THE UNITED STATES DISTRICT COURT  
2           FOR THE EASTERN DISTRICT OF PENNSYLVANIA

3       IN RE:    PROCESSED EGG PRODUCTS :  
4       ANTITRUST LITIGATION               :  
5       -----:   MDL No. 2002  
6       THIS DOCUMENT RELATES TO:        :   08-MD-02002  
7       ALL DIRECT PURCHASER ACTIONS     :

8                       \*\* HIGHLY CONFIDENTIAL \*\*

9                       Thursday, March 20, 2014

10  
11                      Videotaped deposition of  
12       GREGORY EUGENE HINTON, taken at the offices  
13       of Porter, Wright, Morris & Arthur LLP, 1900  
14       K Street, NW, Suite 1110, Washington, D.C.  
15       20006, beginning at 9:06 a.m., before LINDA  
16       ROSSI RIOS, a Federally Approved RPR, CCR and  
17       Notary Public.

<p style="text-align: right;">Page 2</p> <p>1 APPEARANCES:</p> <p>2</p> <p>3 SUSMAN GODFREY LLP</p> <p>4 BY: MATTHEW B. ALLEN, ESQUIRE</p> <p>5 Suite 5100</p> <p>6 1000 Louisiana Street</p> <p>7 Houston, TX 77002</p> <p>8 713-653-7803</p> <p>9 mallen@susmangodfrey.com</p> <p>10 On behalf of the Direct Purchaser</p> <p>11 Plaintiffs</p> <p>12</p> <p>13 STRAUS &amp; BOIES, LLP</p> <p>14 BY: MARK J. SCHIRMER, ESQUIRE</p> <p>15 4141 University Avenue</p> <p>16 Fairfax, VA 22030</p> <p>17 703-764-8700</p> <p>18 mschirmer@strauss-boies.com</p> <p>19 On behalf of the Indirect Purchaser</p> <p>20 Plaintiffs</p> <p>21</p> <p>22 JENNER &amp; BLOCK, LLP</p> <p>23 BY: JAMES T. MALYSIAK, ESQUIRE</p> <p>24 353 North Clark Street</p> <p>25 Chicago, IL 60654</p> <p>312-840-7282</p> <p>jmalysiak@jenner.com</p> <p>On behalf of the Direct Action Plaintiffs</p> <p>and Kraft, Kellogg, Nestle and General Mills</p> <p>WEIL, GOTSHAL &amp; MANGES LLP</p> <p>BY: CARRIE M. ANDERSON, ESQUIRE</p> <p>1300 Eye Street, N.W.</p> <p>Suite 900</p> <p>Washington, D.C. 20005</p> <p>202-682-7231</p> <p>carrie.anderson@weil.com</p> <p>On behalf of Defendant, Michael Foods and Papetti's Hygrade Egg Products Lee</p>	<p style="text-align: right;">Page 4</p> <p>1 INDEX</p> <p>2 - - -</p> <p>3 Testimony of: GREGORY EUGENE HINTON</p> <p>4 By Mr. Malysiak 12</p> <p>5 By Mr. Allen 121</p> <p>6 By Mr. Schirmer 168, 274</p> <p>7 By Mr. Monica 260</p> <p>8 - - -</p> <p>9 EXHIBITS</p> <p>10 - - -</p> <p>11 EXHIBIT NUMBER DESCRIPTION PAGE MARKED</p> <p>12</p> <p>13 Hinton-32 7/5/06 E-mail,</p> <p>14 RA0012499 &amp; 0012500 49</p> <p>15 DAP-Hinton-1 6/3/02 United Voices,</p> <p>16 DAY0028331 - 0028334 78</p> <p>17</p> <p>18 DAP-Hinton-2 6/27/02 Shell Egg Price</p> <p>19 Discovery Committee</p> <p>20 Meeting, Chicago,</p> <p>21 Illinois Minutes,</p> <p>22 CM00181854 80</p> <p>23</p> <p>24 DAP-Hinton-3 7/12/02 Letter with</p> <p>25 attached meeting notes,</p> <p>CM00416046 - 00416049 86</p> <p>DAP-Hinton-4 10/9/02 UEP Marketing</p> <p>Committee Meeting</p> <p>Savannah, Georgia,</p> <p>CM00274063 - 00274077 89</p> <p>DAP-Hinton-5 Animal Welfare Report</p> <p>for 2003 Area Meetings,</p> <p>CM00430620 - 00430637 93</p>
<p style="text-align: right;">Page 3</p> <p>1 APPEARANCES:</p> <p>2</p> <p>3 PORTER, WRIGHT, MORRIS &amp; ARTHUR LLP</p> <p>4 BY: JOHN C. MONICA, JR., ESQUIRE</p> <p>5 1900 K Street, NW</p> <p>6 Suite 1110</p> <p>7 Washington, D.C. 20006</p> <p>8 202-778-3050</p> <p>9 jmonica@porterwright.com</p> <p>10 and</p> <p>11 MOLLY S. CRABTREE, ESQUIRE</p> <p>12 41 South High Street</p> <p>13 Suites 2800 - 3200</p> <p>14 Columbus, OH 43215-6194</p> <p>15 617-227-2015</p> <p>16 mcrabtree@porterwright.com</p> <p>17 On behalf of Defendant, Rose Acre Farms</p> <p>18</p> <p>19 FAEGRE BAKER DANIELS</p> <p>20 BY: E. JASON BURKE, ESQUIRE</p> <p>21 311 S. Wacker Drive</p> <p>22 Suite 4400</p> <p>23 Chicago, IL 60606</p> <p>24 317-212-2264</p> <p>25 jason.burke@faegrebd.com</p> <p>On behalf of Midwest Poultry Services</p> <p>(Via teleconference)</p> <p>ALSO PRESENT:</p> <p>KIM JOHNSON, Videographer</p>	<p style="text-align: right;">Page 5</p> <p>1 EXHIBITS (cont'd.)</p> <p>2 - - -</p> <p>3 EXHIBIT NUMBER DESCRIPTION PAGE MARKED</p> <p>4</p> <p>5 DAP-Hinton-6 (Skipped)</p> <p>6</p> <p>7 DAP-Hinton-7 Rick Brown Urner Barry,</p> <p>8 CM00412937 - 00412940 96</p> <p>9 DAP-Hinton-8 (Skipped)</p> <p>10 DAP-Hinton-9 (Skipped)</p> <p>11 DAP-Hinton-10 (Skipped)</p> <p>12 DAP-Hinton-11 UEP's Shell Egg</p> <p>13 Marketing Committee</p> <p>14 January 26, 2004,</p> <p>15 CM00413675 - 00413701 98</p> <p>16</p> <p>17 DAP-Hinton-12 (Skipped)</p> <p>18</p> <p>19 DAP-Hinton-13 UEP Marketing Committee</p> <p>20 May 10, 2004 Washington,</p> <p>21 D.C.,</p> <p>22 CM00189887 - 00189903 102</p> <p>23 DAP-Hinton-14 (Skipped)</p> <p>24 DAP-Hinton-15 (Skipped)</p> <p>25 DAP-Hinton-16 Shell Egg Marketing</p> <p>Committee</p> <p>January 24, 2005,</p> <p>DAY0028896 - 0028925 104</p> <p>DAP-Hinton-17 UEP Board of Directors</p> <p>January 25, 2005</p> <p>Atlanta, GA Minutes,</p> <p>DAY0028028 - 0028035 109</p> <p>DAP-Hinton-18 (Skipped)</p> <p>DAP-Hinton-19 (Skipped)</p> <p>DAP-Hinton-20 (Skipped)</p>

<p style="text-align: right;">Page 6</p> <p>1 EXHIBITS (cont'd.)</p> <p>2 - - -</p> <p>3 EXHIBIT NUMBER DESCRIPTION PAGE MARKED</p> <p>4 DAP-Hinton-21 (Skipped)</p> <p>5 DAP-Hinton-22 (Skipped)</p> <p>6 DAP-Hinton-23 (Skipped)</p> <p>7 DAP-Hinton-24 (Skipped)</p> <p>8 DAP-Hinton-25 United Egg Association</p> <p>9 Further Processors</p> <p>10 Division Meeting Minutes</p> <p>11 - April 23, 2007</p> <p>12 Las Vegas, Nevada,</p> <p>13 UE0902043 &amp; 0902044 113</p> <p>14 DAP-Hinton-26 (Skipped)</p> <p>15 DAP-Hinton-27 (Skipped)</p> <p>16 DAP-Hinton-28 (Skipped)</p> <p>17 DAP-Hinton-29 5/30/07 Letter,</p> <p>18 KRA00026658 - 00026663 119</p> <p>19 DAP-Hinton-30 (Skipped)</p> <p>20 DAP-Hinton-31 (Skipped)</p> <p>21 Exhibit 33 Certified Egg Products,</p> <p>22 Inc. Information Release,</p> <p>23 RA0014219 126</p> <p>24 Exhibit 34 Certified Egg Products,</p> <p>25 Inc. Agreement,</p> <p>RA0010549 &amp; 0010550 134</p> <p>Exhibit 35 PowerPoint slides,</p> <p>RA0069068 - 0069072 151</p> <p>Hinton-36 Page off of Web site 169</p>	<p style="text-align: right;">Page 8</p> <p>1 EXHIBITS (cont'd.)</p> <p>2 - - -</p> <p>3 EXHIBIT NUMBER DESCRIPTION PAGE MARKED</p> <p>4 Hinton-48 E-mail chain,</p> <p>5 RAUPDATE0018104 235</p> <p>6 Hinton-49 E-mail chain,</p> <p>7 RAUPDATE0005158 &amp;</p> <p>8 RAUPDATE0005159 241</p> <p>9 Hinton-50 2/28/03 E-mail,</p> <p>10 RAUPDATE0005560 249</p> <p>11 Hinton-51 E-mail chain,</p> <p>12 RA0006491 250</p> <p>13 Hinton-52 1/27/03 E-mail,</p> <p>14 RA0006385 253</p> <p>15 Hinton-53 4/14/03 E-mail,</p> <p>16 RA0005326 256</p> <p>17 - - -</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>
<p style="text-align: right;">Page 7</p> <p>1 EXHIBITS (cont'd.)</p> <p>2 - - -</p> <p>3 EXHIBIT NUMBER DESCRIPTION PAGE MARKED</p> <p>4 Hinton-37 Printout from home</p> <p>5 page 176</p> <p>6 Hinton-38 Vendor Profile -</p> <p>7 Company Description,</p> <p>8 RA0005033 - 0005043 182</p> <p>9 Hinton-39 New Supplier</p> <p>10 Information Form,</p> <p>11 RA0005046 - 0005048 192</p> <p>12 Hinton-40 Urner Barry's</p> <p>13 Price-Current,</p> <p>14 KEL0003257 - 0003259 200</p> <p>15 Hinton-41 E-mail chain,</p> <p>16 RAUPDATE0007136 205</p> <p>17 Hinton-42 August 2008 Sales</p> <p>18 Report,</p> <p>19 RAUPDATE0019887 &amp;</p> <p>20 RAUPDATE0019888 210</p> <p>21 Hinton-43 USDA Weekly Retail</p> <p>22 Shell Feature Activity,</p> <p>23 RA0007500 &amp; 0007501 215</p> <p>24 Hinton-44 E-mails,</p> <p>25 RAUPDATE0044684 217</p> <p>Hinton-45 7/2/04 E-mail,</p> <p>RAUPDATE0008335 &amp;</p> <p>RAUPDATE0008336 222</p> <p>Hinton-46 1/22/06 E-mail,</p> <p>RAUPDATE0015948 -</p> <p>RAUPDATE0015951 229</p> <p>Hinton-47 E-mail chain,</p> <p>RA0014751 - 0014753 231</p>	<p style="text-align: right;">Page 9</p> <p>1 DEPOSITION SUPPORT INDEX</p> <p>2</p> <p>3 DIRECTION TO WITNESS NOT TO ANSWER</p> <p>4 Page Line Page Line</p> <p>5 (None)</p> <p>6</p> <p>7</p> <p>8</p> <p>9 REQUEST FOR PRODUCTION OF DOCUMENTS</p> <p>10 Page Line</p> <p>11 (None)</p> <p>12</p> <p>13</p> <p>14 STIPULATIONS</p> <p>15 Page Line</p> <p>16 (None)</p> <p>17</p> <p>18</p> <p>19 QUESTIONS MARKED</p> <p>20 Page Line</p> <p>21 (None)</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>

3 (Pages 6 - 9)

VERITEXT REPORTING COMPANY

212-279-9424

www.veritext.com

212-490-3430

<p style="text-align: right;">Page 10</p> <p>1 2 - - - 3 VIDEOGRAPHER: We are now on the 4 record. My name is Kim Johnson, 5 representing Veritext. 6 The date today is March 20, 7 2014. The time is 9:06. This 8 deposition is being held at Porter 9 Wright located at 1900 K Street, 10 Northwest, Washington, D.C., and is 11 being taken by counsel for the 12 plaintiff in the matter of Processed 13 Egg Products Antitrust Litigation. 14 This case is filed in the U.S. 15 District Court of Eastern 16 Pennsylvania, Case Number 08-MD-02002. 17 The name of the witness is Greg 18 Hinton. 19 At this time attorneys present 20 in the room and attending remotely 21 will identify themselves and the 22 parties they represent. 23 MR. MALYSIAK: James Malysiak, 24 Jenner &amp; Block, Chicago, Illinois, 25 representing Direct Action Plaintiffs,</p>	<p style="text-align: right;">Page 12</p> <p>1 2 Veritext will swear in the witness and 3 we can proceed. 4 - - - 5 GREGORY EUGENE HINTON, after 6 having been duly sworn, was examined 7 and testified as follows: 8 - - - 9 EXAMINATION 10 - - - 11 BY MR. MALYSIAK: 12 Q. Good morning, Mr. Hinton. 13 A. Good morning. 14 Q. Would you state your full name 15 for the record? 16 A. Gregory Eugene Hinton. 17 Q. And where do you live? 18 A. Seymour, Indiana. 19 Q. Where do you work? 20 A. Rose Acre Farms. 21 Q. What's your business address? 22 A. 6874 North Base Road, Seymour, 23 Indiana. 24 Q. What's your position at Rose 25 Acre?</p>
<p style="text-align: right;">Page 11</p> <p>1 2 Kraft Foods, General Mills, Kellogg, 3 Nestle, and also here for the other 4 Direct Action Plaintiffs. 5 MR. ALLEN: Matt Allen with 6 Susman Godfrey for the Direct 7 Purchaser Class. 8 MR. SCHIRMER: Mark Schirmer 9 with Straus &amp; Boies for the Indirect 10 Purchaser Class. 11 MR. MONICA: Hi. I'm John 12 Monica from Porter, Wright, Morris &amp; 13 Arthur, representing Rose Acre Farms, 14 Inc. And with me is my partner, Molly 15 Crabtree. 16 MS. ANDERSON: Carrie Anderson 17 from Weil Gotshal on behalf of Michael 18 Foods and Papetti's Hygrade Egg 19 Products. 20 VIDEOGRAPHER: On the phone? 21 MR. BURKE: Jason Burke of 22 Faegre Baker Daniels on behalf of 23 Midwest Poultry Services. 24 VIDEOGRAPHER: Our court 25 reporter, Linda Rossi, representing</p>	<p style="text-align: right;">Page 13</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL 2 A. Vice president of sales. 3 Q. How long have you had that 4 position? 5 A. Since approximately 1989. No. 6 I'm sorry, 1992. 7 Q. How long have you been with 8 Rose Acre? 9 A. For 34 years. 10 Q. So if my math is right, 1980? 11 A. Correct. 12 MR. MONICA: Good. 13 BY MR. MALYSIAK: 14 Q. Could you give us a summary of 15 your educational background? 16 A. Sure. I went to kindergarten 17 at Emerson Elementary School. 18 MR. MONICA: Go ahead. 19 THE WITNESS: That was 20 kindergarten. That was elementary 21 school. Then starting in first grade 22 I went to a Lutheran parochial school, 23 Emmanuel Lutheran School in Seymour, 24 Indiana. And I attended the Lutheran 25 school for eight years. And then upon</p>

4 (Pages 10 - 13)

<p style="text-align: right;">Page 14</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 graduation there, I went to Seymour</p> <p>3 High School for four years, graduated</p> <p>4 in 1980 from Seymour High School, and</p> <p>5 then I attended IUPUI in Columbus,</p> <p>6 Indiana at night, going to college at</p> <p>7 night for approximately five years.</p> <p>8 BY MR. MALYSIAK:</p> <p>9 Q. Did you work anywhere full time</p> <p>10 before Rose Acre?</p> <p>11 A. Full time, not -- there could</p> <p>12 have been weeks I worked 40 hours, but it was</p> <p>13 all during high school, so they were, I</p> <p>14 guess, considered probably part time.</p> <p>15 Q. But since completing high</p> <p>16 school, you've worked full time at Rose Acre?</p> <p>17 A. Yes, I have.</p> <p>18 Q. What positions at Rose Acre did</p> <p>19 you have from the beginning, 1980, until you</p> <p>20 became vice president of sales?</p> <p>21 A. I started out working after</p> <p>22 school in the afternoons unloading carton</p> <p>23 trucks. So I didn't have a title. I guess</p> <p>24 it would be unloading carton trucks. So I</p> <p>25 did that during most of my second half of my</p>	<p style="text-align: right;">Page 16</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 manager until approximately late '88, early</p> <p>3 '89. At that time I was -- my position</p> <p>4 changed and I became working in the sales</p> <p>5 department working with egg sales. And</p> <p>6 worked in the egg sales department until '92</p> <p>7 when I was -- approximately '92, I don't</p> <p>8 remember the exact day, but it's around '92</p> <p>9 when I was promoted to vice president of</p> <p>10 sales. And I've held that position ever</p> <p>11 since.</p> <p>12 Q. You mentioned cooling a few</p> <p>13 times. I have no background in the egg</p> <p>14 industry so a lot of my questions may seem</p> <p>15 pretty fundamental to you, but what's the</p> <p>16 cooling process involve?</p> <p>17 A. When I say cooling or cooler,</p> <p>18 I'm referring to where we store the eggs, so</p> <p>19 the egg cooler. Once the eggs are -- it's</p> <p>20 changed over the years, but today we have</p> <p>21 mandatory refrigeration laws according to the</p> <p>22 FDA and the Food Modernization Act. But back</p> <p>23 then it wasn't quite the standard it is</p> <p>24 today. But basically after the eggs are</p> <p>25 packed in the carton, put in the case, taped,</p>
<p style="text-align: right;">Page 15</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 senior year until I graduated. During that</p> <p>3 time I helped out in the cooler stacking</p> <p>4 eggs, helping load -- helping the shippers</p> <p>5 load trucks as general duties and the --</p> <p>6 around the packaging and cooler eggs. Then</p> <p>7 after graduation, I worked -- I became full</p> <p>8 time and I worked in the cooler, and that</p> <p>9 involved stacking eggs on the line as well as</p> <p>10 loading egg trucks. Approximately sometime</p> <p>11 in '81, late '81, I transferred -- and that</p> <p>12 was at Cort Acres in Seymour, Indiana. In</p> <p>13 '81 I transferred over to Jen-Acres, our farm</p> <p>14 in North Vernon, Indiana. My responsibilities</p> <p>15 over there, I was cooler manager, I was</p> <p>16 responsible for all the duties as far as</p> <p>17 loading the trucks over the shippers that</p> <p>18 help load the egg trucks. I also had</p> <p>19 responsibility of house inspections, walking</p> <p>20 chicken houses and making reports on a daily</p> <p>21 basis. I stayed there for about a year and a</p> <p>22 half, and at that time I transferred back to</p> <p>23 Cort Acres in Seymour where I took on</p> <p>24 responsibility of cooler manager at that</p> <p>25 location. I held that position as cooler</p>	<p style="text-align: right;">Page 17</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 stacked, the eggs are put into an egg cooler</p> <p>3 to be held until the time that we would load</p> <p>4 them on the trucks to send them to customers.</p> <p>5 Q. Is there some limit by law on</p> <p>6 how long you can keep them in the cooler?</p> <p>7 A. A limit by law that you can</p> <p>8 keep them in the cooler? No. Not aware of</p> <p>9 a --</p> <p>10 Q. Has Rose Acre had its own</p> <p>11 policy as to how long they can keep them in</p> <p>12 the cooler?</p> <p>13 A. We have different customer</p> <p>14 specifications, so depending on what the</p> <p>15 customer specs are kind of dictate the length</p> <p>16 of time the eggs could be in the cooler,</p> <p>17 because from the time that we pack the eggs,</p> <p>18 customers -- some of them have different</p> <p>19 requirements as far as how old the eggs could</p> <p>20 be upon delivery. So that more -- that</p> <p>21 dictates it more than anything. And then --</p> <p>22 yes.</p> <p>23 Q. What are your responsibilities</p> <p>24 as vice president of sales?</p> <p>25 A. I am responsible for overseeing</p>

<p style="text-align: right;">Page 18</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 all the egg and egg product sales for Rose</p> <p>3 Acre. I have direct responsibility for</p> <p>4 pricing of the eggs to our customers, for our</p> <p>5 sales force that works inside and outside</p> <p>6 sales with our customers, the customer</p> <p>7 service group, our quality inspection group</p> <p>8 that goes visit supermarkets to inspect</p> <p>9 quality of shell eggs. And really anything</p> <p>10 involving customers would fall under my</p> <p>11 responsibility.</p> <p>12 Q. Have your responsibilities</p> <p>13 changed at all since 1992 over time?</p> <p>14 A. The overall general</p> <p>15 responsibilities, no.</p> <p>16 Q. You referred in your answer to</p> <p>17 several different types of individuals that</p> <p>18 work under your supervision. Could you go</p> <p>19 through those again? Who are your staff, the</p> <p>20 people that report to you?</p> <p>21 A. Today?</p> <p>22 Q. Well, let's go back, this case</p> <p>23 really focuses on 1999 to 2008. You don't</p> <p>24 have to give by names but just categories and</p> <p>25 functions.</p>	<p style="text-align: right;">Page 20</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 team that visits supermarkets and checks the</p> <p>3 quality of shell eggs at the supermarket</p> <p>4 level. That's the sales staff, the different</p> <p>5 responsibilities.</p> <p>6 Q. During that period, 1999 to</p> <p>7 2008, what's your estimate of how many</p> <p>8 individuals in those positions reported to</p> <p>9 you?</p> <p>10 A. At any time back between then</p> <p>11 and 2008, maybe six or seven.</p> <p>12 Q. Do you have any ownership</p> <p>13 interest in Rose Acre?</p> <p>14 A. No, I don't.</p> <p>15 Q. Never have?</p> <p>16 A. Never have.</p> <p>17 Q. Are you a member of the Rose</p> <p>18 Acre board?</p> <p>19 A. Yes, I am.</p> <p>20 Q. How long have you been on the</p> <p>21 Rose Acre board?</p> <p>22 A. I think about three or four</p> <p>23 years.</p> <p>24 Q. So you weren't on the Rose Acre</p> <p>25 board during the period 1999 to 2008?</p>
<p style="text-align: right;">Page 19</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Oh, okay. I would have sales</p> <p>3 staff that would travel and meet with</p> <p>4 customers, work on prospective new customers</p> <p>5 and visit customers, review how things are</p> <p>6 going, you know, just in general. Make sure</p> <p>7 if there's any other needs the customer has.</p> <p>8 So that's outside staff. But I have what I</p> <p>9 would call inside staff that work with</p> <p>10 customers from a customer service standpoint,</p> <p>11 they receive the orders, make sure the orders</p> <p>12 are sent out to the farms, that the orders</p> <p>13 are processed, that pricing gets communicated</p> <p>14 to the accounts receivable so that they're</p> <p>15 invoiced. They work with transport to make</p> <p>16 sure if we're making deliveries, that they</p> <p>17 would coordinate that. And then some work in</p> <p>18 the office that would talk to customers or</p> <p>19 work on outside sales. But basically went in</p> <p>20 the office but don't necessarily travel as</p> <p>21 much. And then we have out in the -- 2008,</p> <p>22 I'm trying to think the time frame, we have</p> <p>23 -- I don't -- I think it may have been 2008,</p> <p>24 right around there, but we have what we would</p> <p>25 call our quality, sales quality inspection</p>	<p style="text-align: right;">Page 21</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. I don't believe so, no.</p> <p>3 Q. During that period, 1999-2008,</p> <p>4 how were you compensated by Rose Acre?</p> <p>5 A. With a paycheck.</p> <p>6 Q. Salary?</p> <p>7 A. I don't remember back in '99 if</p> <p>8 I was -- '99. I don't remember back that</p> <p>9 far. In 2008 I'd have been on salary.</p> <p>10 Q. Have you ever been on</p> <p>11 commission at all?</p> <p>12 A. No.</p> <p>13 Q. During that period 1999-2008,</p> <p>14 what was the geographical scope of Rose Acre</p> <p>15 sales?</p> <p>16 A. I would have -- during -- '99</p> <p>17 it wouldn't be as broad. But as you get</p> <p>18 closer to 2008, I would consider it to be</p> <p>19 national, but we didn't sell in every state,</p> <p>20 but we sold pretty much across the U.S. and</p> <p>21 some international sales.</p> <p>22 Q. During that period, 1999-2008,</p> <p>23 who were your largest customers?</p> <p>24 A. Save-A-Lot, Aldi, Kroger,</p> <p>25 Wal-Mart, Kraft Foods, Schnucks, Certified</p>

6 (Pages 18 - 21)

<p style="text-align: right;">Page 22</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Grocers.</p> <p>3 Are we -- can I ask you a</p> <p>4 question?</p> <p>5 Q. Sure.</p> <p>6 A. Are we talking just shell eggs,</p> <p>7 just eggs, just eggs and egg products or do</p> <p>8 you want other products?</p> <p>9 Q. Let's go with eggs first.</p> <p>10 A. Just want to make sure. Did I</p> <p>11 mention Wal-Mart?</p> <p>12 Q. Yes.</p> <p>13 A. Those are our largest</p> <p>14 customers. Oh, Dutch Farms. I'm sorry.</p> <p>15 Dutch Farms.</p> <p>16 Q. What percentage of Rose Acre's</p> <p>17 total sales of eggs during that period,</p> <p>18 1999-2008, would be to these large customers,</p> <p>19 would you estimate?</p> <p>20 MR. MONICA: We're talking eggs</p> <p>21 or are you including egg products?</p> <p>22 MR. MALYSIAK: Just eggs.</p> <p>23 MR. MONICA: Just eggs.</p> <p>24 THE WITNESS: Well, I mentioned</p> <p>25 Kraft, so that's egg products. So are</p>	<p style="text-align: right;">Page 24</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 correct.</p> <p>3 Q. Now, you also mentioned egg</p> <p>4 products. What egg products did Rose Acre</p> <p>5 sell during those years, 1999-2008?</p> <p>6 A. We sold salt yolk. I'm sorry,</p> <p>7 salt.</p> <p>8 Q. How do you spell it?</p> <p>9 A. S-A-L-T, Y-O-L-K. Salt yolk.</p> <p>10 Salted whole mix, liquid egg whites, dried</p> <p>11 egg whites, high whip and standard, dried egg</p> <p>12 yolk, standard and free flow, dried whole</p> <p>13 egg, frozen salt yolk, frozen sugar yolk,</p> <p>14 frozen egg whites, an enzyme modified egg</p> <p>15 yolk, no cholesterol product. That's the</p> <p>16 majority of them. There could be a few</p> <p>17 others I didn't mention.</p> <p>18 Q. Did Rose Acre do this</p> <p>19 processing itself to make these products?</p> <p>20 A. Yes, they did.</p> <p>21 Q. Where do you have the</p> <p>22 facilities to do that, during that period</p> <p>23 again?</p> <p>24 A. At Cort Acres in Seymour,</p> <p>25 Indiana. At Pulaski County Egg Farm in</p>
<p style="text-align: right;">Page 23</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 we counting egg products or --</p> <p>3 BY MR. MALYSIAK:</p> <p>4 Q. Let's just go with eggs first.</p> <p>5 A. Just shell eggs?</p> <p>6 Q. Yes.</p> <p>7 A. On just the customers I</p> <p>8 mentioned?</p> <p>9 Q. Yes, the ones you consider your</p> <p>10 large customers.</p> <p>11 A. I don't know exactly off the</p> <p>12 top of my head.</p> <p>13 Q. Any ballpark estimate?</p> <p>14 A. No. It would change -- it</p> <p>15 would change over time.</p> <p>16 Q. Taking, for instance, Kroger,</p> <p>17 what percentage of your sales of eggs would</p> <p>18 you make every year to Kroger would you</p> <p>19 estimate?</p> <p>20 A. For what years?</p> <p>21 Q. 1999-2008. And, of course, it</p> <p>22 might vary.</p> <p>23 A. It can vary by year. So I --</p> <p>24 without looking at an exact document, I don't</p> <p>25 want to put out a number that may not be</p>	<p style="text-align: right;">Page 25</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Francesville, Indiana. At Guthrie Center Egg</p> <p>3 Farm in Guthrie Center, Iowa. And at</p> <p>4 Marshall Egg Products in Marshall, Missouri.</p> <p>5 And Nepco Egg Products in Social Circle,</p> <p>6 Georgia.</p> <p>7 Q. Are each of those facilities --</p> <p>8 was each of those facilities during -- go</p> <p>9 ahead.</p> <p>10 A. Excuse me. I mentioned</p> <p>11 Francesville, okay.</p> <p>12 Q. Was each of those facilities</p> <p>13 during that period owned and operated by Rose</p> <p>14 Acre?</p> <p>15 A. Yes, they were.</p> <p>16 Q. Can you estimate during that</p> <p>17 period, 1999-2008, the percentage in dollar</p> <p>18 amount each year that Rose Acre sold of shell</p> <p>19 eggs versus these egg products?</p> <p>20 A. No, I can't.</p> <p>21 Q. During that period, did you</p> <p>22 handle the sales relationship with any of</p> <p>23 these large customers you've named?</p> <p>24 A. Yes.</p> <p>25 Q. Which ones?</p>

7 (Pages 22 - 25)



<p style="text-align: right;">Page 26</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. I had relationships with all my</p> <p>3 customers.</p> <p>4 Q. Which ones were you the chief</p> <p>5 connector, if you will, the one who made the</p> <p>6 contracts?</p> <p>7 A. Could we read back the ones</p> <p>8 that I gave you?</p> <p>9 Q. Save-A-Lot.</p> <p>10 A. Primary -- you want to go one</p> <p>11 by one?</p> <p>12 Q. Yes.</p> <p>13 A. Primary contact.</p> <p>14 Q. Aldi?</p> <p>15 A. Primary contact.</p> <p>16 Q. Kroger?</p> <p>17 A. Primary contact in the</p> <p>18 beginning.</p> <p>19 Q. And when did that end?</p> <p>20 A. I don't remember exactly what</p> <p>21 year. But I still have a lot of contact, but</p> <p>22 I'm not -- I have someone else as the</p> <p>23 primary.</p> <p>24 Q. Wal-Mart?</p> <p>25 A. Primary contact.</p>	<p style="text-align: right;">Page 28</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 were five years?</p> <p>3 A. Kraft.</p> <p>4 Q. For the no contract one, how</p> <p>5 did you determine what would be sold to them</p> <p>6 and at what price?</p> <p>7 A. Well, what determined what I</p> <p>8 sold to them is what they requested. So</p> <p>9 whatever products the customer asked for,</p> <p>10 we'd sell to them and it would be -- I would</p> <p>11 establish a price and then they accepted and</p> <p>12 we started selling to them. And then over</p> <p>13 time if they -- it was no set time that they</p> <p>14 could come back and ask that they were either</p> <p>15 going to rebid their business or would want</p> <p>16 to negotiate a different price.</p> <p>17 Q. So it was essentially on an</p> <p>18 order-by-order basis?</p> <p>19 A. It would be -- I don't know if</p> <p>20 I -- I wouldn't just term it as order by</p> <p>21 order, but I would say it was just on a</p> <p>22 period of time. And if they -- at any time</p> <p>23 they could come back to me and either drop</p> <p>24 the business or renegotiate. It was no set</p> <p>25 contract, just...</p>
<p style="text-align: right;">Page 27</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Kraft?</p> <p>3 A. Primary contact.</p> <p>4 Q. Schnucks?</p> <p>5 A. Same. In the beginning,</p> <p>6 primary contact, but that changed over time.</p> <p>7 Q. Certified Grocers?</p> <p>8 A. It was primary contact.</p> <p>9 Q. And Dutch Farms?</p> <p>10 A. Primary contact.</p> <p>11 Q. Did Rose Acre have a standard</p> <p>12 practice with respect to these large</p> <p>13 customers of length of contract?</p> <p>14 A. There's no standard.</p> <p>15 Q. What were the ranges of terms</p> <p>16 of contract during that period with these</p> <p>17 types of customers?</p> <p>18 A. From no -- well, are we talking</p> <p>19 about the customers that we just mentioned?</p> <p>20 Q. Yes.</p> <p>21 A. From no contract to five years.</p> <p>22 Q. Which ones were no contract?</p> <p>23 A. Save-A-Lot, Aldi, Dutch Farms.</p> <p>24 Gets the ones that were no contract.</p> <p>25 Q. Which one -- which one or more</p>	<p style="text-align: right;">Page 29</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. How was the price determined</p> <p>3 for those deals?</p> <p>4 A. For which ones, for which</p> <p>5 customers specifically?</p> <p>6 Q. Say Save-A-Lot.</p> <p>7 A. It was a price negotiated off</p> <p>8 the -- if we go -- for what year?</p> <p>9 Q. Any time during 1999-2008.</p> <p>10 A. They -- in '99 they would have</p> <p>11 been purchasing off the Rose Acre market.</p> <p>12 2008, I believe they would have been at that</p> <p>13 time off the Urner Barry market.</p> <p>14 Q. What was the Rose Acre market?</p> <p>15 A. It's a market that's</p> <p>16 established by Rose Acre's that we set every</p> <p>17 Thursday to sell Rose Acre branded eggs off</p> <p>18 of.</p> <p>19 Q. That continued throughout the</p> <p>20 period 1999-2008?</p> <p>21 A. Yes, it did.</p> <p>22 Q. Did any of the major customers</p> <p>23 use the Rose Acre market --</p> <p>24 A. Yes.</p> <p>25 Q. -- for pricing? Which ones?</p>

8 (Pages 26 - 29)

<p style="text-align: right;">Page 30</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Aldi, Save-A-Lot, Dutch Farms,</p> <p>3 Certified. I believe that's all the ones</p> <p>4 that I've mentioned so far.</p> <p>5 Q. What was the business reason</p> <p>6 for having a Rose Acre market rather than</p> <p>7 relying on the Urner Barry quotations?</p> <p>8 MR. MONICA: Objection. You can</p> <p>9 answer.</p> <p>10 THE WITNESS: It was a</p> <p>11 long-standing market that Rose Acre's,</p> <p>12 we had established back in the early</p> <p>13 '80s, and we would -- sold our Rose</p> <p>14 Acre branded eggs off the -- off our</p> <p>15 Rose Acre market which we established</p> <p>16 based on our -- basically we</p> <p>17 established based on our egg supply.</p> <p>18 BY MR. MALYSIAK:</p> <p>19 Q. How would the egg supply affect</p> <p>20 the Rose Acre market price?</p> <p>21 A. The -- our -- we'd establish</p> <p>22 our market based on our supply of eggs. If</p> <p>23 we're short on eggs, our market can move, had</p> <p>24 the ability if we could move the market. We</p> <p>25 only change once a week, on Thursdays, so</p>	<p style="text-align: right;">Page 32</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 it was -- it would have been entered not</p> <p>3 necessarily every week into an Excel</p> <p>4 spreadsheet and then we would do -- at the</p> <p>5 end of the year we'd have an average that</p> <p>6 showed weekly by different markets and have</p> <p>7 an average at the end of the year.</p> <p>8 Q. Did you -- in setting the Rose</p> <p>9 Acre price, did you take into consideration</p> <p>10 the Urner Barry prices?</p> <p>11 MR. MONICA: Objection.</p> <p>12 THE WITNESS: That would be --</p> <p>13 we would look at the Urner Barry</p> <p>14 market as part of our review process.</p> <p>15 BY MR. MALYSIAK:</p> <p>16 Q. What percentage of your eggs</p> <p>17 during that period do you believe you sold,</p> <p>18 do you estimate you sold on the Rose Acre</p> <p>19 market?</p> <p>20 A. I can't remember exactly.</p> <p>21 Q. Any ballpark?</p> <p>22 A. No, sir.</p> <p>23 Q. You also mentioned all these</p> <p>24 various egg products other than the shelled</p> <p>25 egg products, the shelled eggs. Who were</p>
<p style="text-align: right;">Page 31</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 it's different than the Urner Barry market</p> <p>3 where it was a daily market. So we would</p> <p>4 review what our sales were and what our</p> <p>5 supply was to determine our market.</p> <p>6 Q. During that period, 1999-2008,</p> <p>7 was the Rose Acre market price published?</p> <p>8 A. To our customers.</p> <p>9 Q. So it wasn't made public</p> <p>10 otherwise?</p> <p>11 A. No.</p> <p>12 Q. Did you analyze during that</p> <p>13 period on a frequent basis the relationship</p> <p>14 between the Rose Acre market price and Urner</p> <p>15 Barry prices?</p> <p>16 A. Yes, we did.</p> <p>17 MR. MONICA: Objection. Sorry,</p> <p>18 you have to give me a chance to</p> <p>19 object, but go ahead and answer.</p> <p>20 THE WITNESS: We -- yes, we did.</p> <p>21 BY MR. MALYSIAK:</p> <p>22 Q. And how did you do that?</p> <p>23 A. With a report.</p> <p>24 Q. How often did you do that?</p> <p>25 A. We did an annual summary, but</p>	<p style="text-align: right;">Page 33</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 your main customers during 1999 to 2008 for</p> <p>3 those products?</p> <p>4 A. For egg products?</p> <p>5 Q. Yes.</p> <p>6 A. Kraft, Flowers, Dawn Foods,</p> <p>7 Multifoods, M&amp;M, Mars, Nestle. We sold some</p> <p>8 to General Mills, Kellogg's, ConAgra,</p> <p>9 Gilster-Mary Lee, McKee Baking, Krispy Kreme</p> <p>10 Doughnuts, Prime Foods, John Olysky, Rich</p> <p>11 Products, Wabash Valley Produce, Michael</p> <p>12 Foods, Deb-El, Ohio Farmers. That's off the</p> <p>13 top of my head right now. There's others.</p> <p>14 Q. Was Kraft your biggest</p> <p>15 purchaser of those?</p> <p>16 A. Yes.</p> <p>17 Q. What percentage of your total</p> <p>18 sales of egg products other than shell eggs</p> <p>19 did you sell to Kraft over that period?</p> <p>20 A. It would have -- it could have</p> <p>21 varied over that period. I don't -- it would</p> <p>22 have varied year to year, could have varied,</p> <p>23 depending on how much dried we sold. Without</p> <p>24 doing a lot of calculations, I just don't</p> <p>25 want to -- I don't know for sure.</p>

<p style="text-align: right;">Page 34</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Any ballpark estimate?</p> <p>3 A. More than 20 -- around -- more</p> <p>4 than 20 percent.</p> <p>5 Q. Did Kraft also buy shelled eggs</p> <p>6 from you during that period?</p> <p>7 A. No, not that I can recall.</p> <p>8 Q. What were the contract term</p> <p>9 durations for contracts with the customers</p> <p>10 you've named for these egg products?</p> <p>11 A. Anywhere from spot sales to</p> <p>12 five years.</p> <p>13 Q. Was Kraft again the five-year</p> <p>14 contract?</p> <p>15 A. Yes.</p> <p>16 Q. How was the price determined</p> <p>17 for these products during that period?</p> <p>18 A. For --</p> <p>19 MR. MONICA: Objection. You can</p> <p>20 answer.</p> <p>21 THE WITNESS: For which</p> <p>22 products, which customer?</p> <p>23 BY MR. MALYSIAK:</p> <p>24 Q. Did it vary by product?</p> <p>25 A. Yes, sir.</p>	<p style="text-align: right;">Page 36</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. How do you spell that?</p> <p>3 A. F-E-M-E.</p> <p>4 Q. What is that type of product?</p> <p>5 A. It was a product for Kraft</p> <p>6 that's -- that we have special -- can we go</p> <p>7 into detail?</p> <p>8 Q. You don't have to go into a lot</p> <p>9 of detail. Just --</p> <p>10 A. It was a proprietary product</p> <p>11 for Kraft Foods.</p> <p>12 MR. MONICA: It's his client so</p> <p>13 I think it's okay to --</p> <p>14 THE WITNESS: Well, I --</p> <p>15 MR. MONICA: I understand.</p> <p>16 BY MR. MALYSIAK:</p> <p>17 Q. It's a proprietary issue is</p> <p>18 what you're saying?</p> <p>19 A. Yes, sir.</p> <p>20 MR. MONICA: I believe they have</p> <p>21 a privacy agreement about the product</p> <p>22 and he's afraid of disclosing things.</p> <p>23 MR. MALYSIAK: It wouldn't be so</p> <p>24 good for me to ask the question to</p> <p>25 cause that breach.</p>
<p style="text-align: right;">Page 35</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Did you have something</p> <p>3 equivalent to your Rose Acre market for these</p> <p>4 products?</p> <p>5 A. No, we did not.</p> <p>6 Q. Was there a source of price</p> <p>7 information that you relied upon for these</p> <p>8 products during that period, like Urner</p> <p>9 Barry?</p> <p>10 A. Yes, sir.</p> <p>11 Q. What was that?</p> <p>12 A. The Urner Barry.</p> <p>13 Q. Does Urner Barry have -- during</p> <p>14 that period, did Urner Barry have quotations</p> <p>15 for all of these individual products?</p> <p>16 A. No.</p> <p>17 Q. For those that there was no</p> <p>18 Urner Barry quotation, how did you determine</p> <p>19 price with the customer?</p> <p>20 A. There was -- there was only one</p> <p>21 product and it was a proprietary product that</p> <p>22 we produced.</p> <p>23 Q. What was that?</p> <p>24 A. Neff. Or I'm sorry, FEME at</p> <p>25 that time.</p>	<p style="text-align: right;">Page 37</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 BY MR. MALYSIAK:</p> <p>3 Q. But all the other egg products</p> <p>4 during that period did have Urner Barry</p> <p>5 quotes?</p> <p>6 A. There were quotes for liquid,</p> <p>7 frozen and dried products. And prices we</p> <p>8 established using the Urner Barry, but if we</p> <p>9 did like, say, a bag in a box liquid, there's</p> <p>10 not necessarily a quote for bag in a box on</p> <p>11 the Urner Barry, so we would use the Urner</p> <p>12 Barry tanker market and establish a cost</p> <p>13 based on other costs associated with putting</p> <p>14 it in a bag in a box from pasturization,</p> <p>15 possibly from packaging, can off labor and</p> <p>16 the cost of the packaging. So it would be --</p> <p>17 we'd ramp up a price but start with an Urner</p> <p>18 Barry, but Urner Barry didn't quote the</p> <p>19 specific product.</p> <p>20 Q. What is bag in a box, just out</p> <p>21 of curiosity?</p> <p>22 A. It's where we put liquid egg</p> <p>23 and fill it in a plastic bag and put it in a</p> <p>24 box for food -- mainly for food service use</p> <p>25 and bakeries.</p>

10 (Pages 34 - 37)

<p style="text-align: right;">Page 38</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Going back to shell eggs and</p> <p>3 price determination during the 1999-2008</p> <p>4 period, for those customers for which you</p> <p>5 used Urner Barry, were there negotiations</p> <p>6 about the price or was it just agreed that</p> <p>7 whatever the Urner Barry relevant quotation</p> <p>8 was would be the price?</p> <p>9 A. No, it would be a negotiation</p> <p>10 because Urner Barry on shell eggs is a</p> <p>11 benchmark.</p> <p>12 Q. What do you mean by "benchmark"?</p> <p>13 A. It's a benchmark price. Urner</p> <p>14 Barry on the shell egg market, it's a</p> <p>15 benchmark and then we sell at discount, we</p> <p>16 would negotiate a discount to that benchmark.</p> <p>17 Q. What would the discount be</p> <p>18 based upon?</p> <p>19 A. Our negotiations with the</p> <p>20 customer.</p> <p>21 Q. So it could vary from customer</p> <p>22 to customer?</p> <p>23 A. Yes, sir.</p> <p>24 Q. What were the factors that</p> <p>25 would go into the size of the discount?</p>	<p style="text-align: right;">Page 40</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Yes.</p> <p>3 Q. What were those circumstances</p> <p>4 during that period when that could happen?</p> <p>5 A. Customers would contract price</p> <p>6 so they would ask for a fixed price on a set</p> <p>7 number of pounds for a fixed period of time.</p> <p>8 It's pretty common, especially with dried</p> <p>9 eggs.</p> <p>10 Q. What would -- would that be</p> <p>11 the Urner Barry price that would be used?</p> <p>12 A. No, it would be just the fixed</p> <p>13 price.</p> <p>14 Q. Do you recall when Rose Acre</p> <p>15 Farms joined United Egg Producers?</p> <p>16 A. Yes.</p> <p>17 Q. When was that?</p> <p>18 A. It was sometime towards the end</p> <p>19 of 2002, early 2003, in that -- somewhere in</p> <p>20 that time area, time frame.</p> <p>21 Q. Was there a reason why Rose</p> <p>22 Acre joined UEP at that time?</p> <p>23 A. Yes.</p> <p>24 Q. What was the reason?</p> <p>25 A. Because I had customers that --</p>
<p style="text-align: right;">Page 39</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. The specifications by the</p> <p>3 customer dictated quite a bit. If it was</p> <p>4 USDA, what kind of egg carton, whether it was</p> <p>5 a foam carton, a pulp carton, pulp carton</p> <p>6 label, a clear carton. The case it was in,</p> <p>7 if it was a Kraft case, meaning brown Kraft,</p> <p>8 or a white case, varied the cost. Those kind</p> <p>9 of factors could -- would go into our</p> <p>10 consideration as far as -- as some of the</p> <p>11 factors that played into that.</p> <p>12 Q. For a customer during that</p> <p>13 period that had a discount, would that</p> <p>14 discount stay constant throughout the period?</p> <p>15 A. Like I said before, it depends</p> <p>16 on if it was -- if there was a contract for a</p> <p>17 period of time that stated that it would stay</p> <p>18 constant or if it just changed over time</p> <p>19 based on renegotiation with the customer.</p> <p>20 Q. How about the egg products side</p> <p>21 of it, again, was the Urner Barry quotation</p> <p>22 the price that was used?</p> <p>23 A. In some cases.</p> <p>24 Q. Were there any situations where</p> <p>25 there would be some change from that?</p>	<p style="text-align: right;">Page 41</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 UEP was working with the Scientific Committee</p> <p>3 to establish Animal Welfare Certified</p> <p>4 guidelines and we had -- there was animal</p> <p>5 welfare groups that were, I'd say, going to</p> <p>6 customers and trying to get them to enact</p> <p>7 animal welfare standards. And so it became</p> <p>8 clear to us that we were going to need to</p> <p>9 participate in the Animal Welfare guidelines</p> <p>10 for our customers that were going to require</p> <p>11 it. And our decision was to join UEP and be</p> <p>12 part of the Scientific Committee's UEP</p> <p>13 Certified Guidelines and we can offer that to</p> <p>14 our customers.</p> <p>15 Q. Did Rose Acre have any Animal</p> <p>16 Welfare Guidelines before joining UEP?</p> <p>17 A. Yes, we've always had standards</p> <p>18 for a company, but never a defined program</p> <p>19 like the Scientific Committee put together.</p> <p>20 Q. Was a -- did you have a</p> <p>21 published set of guidelines at Rose Acre?</p> <p>22 A. I don't recall.</p> <p>23 Q. For instance, did you have a</p> <p>24 cage space requirement before joining UEP?</p> <p>25 A. I don't recall a specific</p>

<p style="text-align: right;">Page 42</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 requirement, but it wasn't my area of the</p> <p>3 company.</p> <p>4 Q. Who was in charge of that area?</p> <p>5 A. KY Hendrix.</p> <p>6 Q. Did you personally have any</p> <p>7 role at UEP after Rose Acre joined?</p> <p>8 A. Yes.</p> <p>9 Q. What were your involvements?</p> <p>10 A. I served on a committee, a</p> <p>11 marketing committee on UEP for a few years.</p> <p>12 Q. You don't recall the years?</p> <p>13 A. No, I don't.</p> <p>14 Q. But was it during that period,</p> <p>15 2002-2008?</p> <p>16 A. Yes, sir.</p> <p>17 Q. By "Marketing Committee," you</p> <p>18 mean marketing of what products?</p> <p>19 A. Well, it was eggs.</p> <p>20 Q. Shell eggs?</p> <p>21 A. No, it would be -- all eggs, it</p> <p>22 would be all eggs.</p> <p>23 Q. All egg products?</p> <p>24 A. It would be representing egg</p> <p>25 and egg products, correct.</p>	<p style="text-align: right;">Page 44</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 the one time. I remember being on the phone</p> <p>3 one time.</p> <p>4 Q. Do you recall any of the issues</p> <p>5 that were discussed at any of the meetings of</p> <p>6 the Marketing Committee?</p> <p>7 A. I can remember talking about --</p> <p>8 one time talking about grade yield size loss.</p> <p>9 Q. Can you explain what that was</p> <p>10 about?</p> <p>11 A. It was grade yield size loss is</p> <p>12 what you have when you take nest run eggs and</p> <p>13 convert that product to graded product.</p> <p>14 Q. So would you explain what nest</p> <p>15 eggs are?</p> <p>16 A. Nest run eggs are ungraded,</p> <p>17 unwashed eggs that come from an off-line</p> <p>18 chicken house, from a -- yeah.</p> <p>19 Q. Off-line you mean?</p> <p>20 MR. MONICA: One leads to</p> <p>21 another.</p> <p>22 THE WITNESS: Off-line is where</p> <p>23 it would be a standard-alone, if you</p> <p>24 will, a stand-alone chicken house</p> <p>25 compared to an in-line which would be</p>
<p style="text-align: right;">Page 43</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Did you have any leadership</p> <p>3 position on that committee?</p> <p>4 A. No, I did not. Not that I</p> <p>5 recall.</p> <p>6 Q. What was the -- as you</p> <p>7 understood it, what was the purpose of that</p> <p>8 committee?</p> <p>9 A. It's been so long ago, I'd have</p> <p>10 to look at stuff and refresh myself on it.</p> <p>11 Q. Do you recall how often the</p> <p>12 meetings of the Marketing Committee were?</p> <p>13 A. No, I don't. I don't remember</p> <p>14 for sure.</p> <p>15 Q. Do you recall attending the</p> <p>16 meetings?</p> <p>17 A. I can remember attending the</p> <p>18 meeting, yes, sir.</p> <p>19 Q. More than one?</p> <p>20 A. I don't remember.</p> <p>21 Q. Do you recall whether the</p> <p>22 meeting or meetings were in person or on the</p> <p>23 telephone?</p> <p>24 A. I believe there was a --</p> <p>25 they've had -- there was a call-in meeting</p>	<p style="text-align: right;">Page 45</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 chicken houses that are connected</p> <p>3 directly to a processing plant.</p> <p>4 BY MR. MALYSIAK:</p> <p>5 Q. And then graded, you mean USDA</p> <p>6 graded?</p> <p>7 A. It could be.</p> <p>8 Q. What are the other options?</p> <p>9 A. Just graded, USDA, US -- AMS</p> <p>10 USDA services is a voluntary program for egg</p> <p>11 producers, not mandatory.</p> <p>12 Q. And what was the -- was there a</p> <p>13 problem that was perceived in this on the</p> <p>14 committee?</p> <p>15 MR. MONICA: Objection.</p> <p>16 BY MR. MALYSIAK:</p> <p>17 Q. As you understood it.</p> <p>18 A. No, it was -- it was, well, a</p> <p>19 problem. I don't know -- it didn't involve</p> <p>20 us because Rose Acre's, we didn't have</p> <p>21 off-line contract farms. We only had in-line</p> <p>22 during that period. So it really wasn't</p> <p>23 something that concerned me.</p> <p>24 Q. Did you have any other</p> <p>25 involvement at UEP other than the Marketing</p>

12 (Pages 42 - 45)

<p style="text-align: right;">Page 46</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Committee?</p> <p>3 A. There's a subbranch of UEP</p> <p>4 called UEA. And I was a member of UEA. Rose</p> <p>5 Acre's was a company member of UEA and I was</p> <p>6 a -- I was one of our representatives to UEA</p> <p>7 during that time.</p> <p>8 Q. You say it was a UEA, that's</p> <p>9 United Eggs Association?</p> <p>10 A. Yes, sir.</p> <p>11 Q. Was a subbranch of UEP?</p> <p>12 MR. MONICA: Objection. Calls</p> <p>13 for a legal conclusion.</p> <p>14 THE WITNESS: Well, I refer to</p> <p>15 it as that. It was -- UEA was -- and</p> <p>16 I asked, I remember specifically</p> <p>17 asking about UEA and why UEA was just</p> <p>18 not a committee of UEP, because they</p> <p>19 had committees. UEP had committees.</p> <p>20 But UEA was not a committee. And I</p> <p>21 was told that UEA could not be a</p> <p>22 committee of UEP because there were</p> <p>23 members of UEA, it allowed companies</p> <p>24 that didn't own birds to be a member,</p> <p>25 so UEA had to be totally separate from</p>	<p style="text-align: right;">Page 48</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Was Rose Acre a member of UEA</p> <p>3 right from the start of its membership with</p> <p>4 UEP?</p> <p>5 A. I don't remember for sure.</p> <p>6 Q. You said you attended UEA</p> <p>7 meetings?</p> <p>8 A. Yes, sir.</p> <p>9 Q. How often were they?</p> <p>10 A. Once or twice a year.</p> <p>11 Q. These were in person?</p> <p>12 A. Meetings I -- I attended</p> <p>13 meetings in person, yes.</p> <p>14 Q. Were there telephone meetings</p> <p>15 as well for UEA?</p> <p>16 A. I don't remember.</p> <p>17 Q. Did you have a leadership role</p> <p>18 in UEA?</p> <p>19 A. Yes, sir.</p> <p>20 Q. What was that?</p> <p>21 A. I was chairman of UEA for, I</p> <p>22 don't know if it was -- I can't remember if</p> <p>23 it was one year or two years. Whatever the</p> <p>24 terms was, it was either one or two.</p> <p>25 Q. Do you remember when that was?</p>
<p style="text-align: right;">Page 47</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 UEP. And it couldn't be a</p> <p>3 subcommittee because of that reason,</p> <p>4 because since they didn't have</p> <p>5 chickens, they weren't allowed to be</p> <p>6 UEP members, but they could be UEA</p> <p>7 members. That was what I was told,</p> <p>8 because I thought it was silly that I</p> <p>9 was going to two different -- I had to</p> <p>10 be in two different groups, but that</p> <p>11 was the explanation that was given to</p> <p>12 me. So I don't know how, I honestly</p> <p>13 don't personally know how that worked,</p> <p>14 but that's what I was told when I</p> <p>15 asked.</p> <p>16 BY MR. MALYSIAK:</p> <p>17 Q. Who did you ask?</p> <p>18 A. I asked Howard Magwire.</p> <p>19 Q. Who is Mr. Magwire?</p> <p>20 A. He was a -- used to be in</p> <p>21 charge of AMS for USDA and then when he</p> <p>22 retired from the government, he went to work</p> <p>23 for UEP and he was a designated</p> <p>24 representative for us at UEA for our</p> <p>25 meetings.</p>	<p style="text-align: right;">Page 49</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. No, I don't remember exact</p> <p>3 years.</p> <p>4 MR. MALYSIAK: This is an</p> <p>5 exhibit I wasn't intending to use</p> <p>6 initially so if you could just mark</p> <p>7 this 32.</p> <p>8 - - -</p> <p>9 (Exhibit Hinton-32, 7/5/06</p> <p>10 E-mail, Bates RA0012499 &amp; RA0012500,</p> <p>11 was marked for identification.)</p> <p>12 - - -</p> <p>13 BY MR. MALYSIAK:</p> <p>14 Q. Mr. Hinton, you've been given</p> <p>15 what's been marked Hinton Deposition</p> <p>16 Exhibit 32, which is a two-page document with</p> <p>17 the production number RA0012499 to 12500</p> <p>18 which on its face appears to be an e-mail</p> <p>19 from Howard Magwire on July 5, 2006, to a</p> <p>20 number of individuals. Trying to see if your</p> <p>21 name is in the list there.</p> <p>22 A. Yes, it is.</p> <p>23 Q. It is. Does this refresh your</p> <p>24 recollection as to when you became chairman</p> <p>25 of UEA?</p>

13 (Pages 46 - 49)

<p style="text-align: right;">Page 50</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Yes, it does.</p> <p>3 Q. When was that?</p> <p>4 A. According to this, it's July of</p> <p>5 2006.</p> <p>6 Q. How long did you remain</p> <p>7 chairman?</p> <p>8 A. Like I said, I knew -- I</p> <p>9 thought it was a year -- I may -- you know,</p> <p>10 thinking about this and now I remember why I</p> <p>11 became chairman. I believe I served the</p> <p>12 remainder of the resigning chairman's year</p> <p>13 and then possibly one year then after that.</p> <p>14 So I don't think I was on two years. So I</p> <p>15 don't recall exactly the time.</p> <p>16 Q. Do you recall who succeeded</p> <p>17 you?</p> <p>18 A. I don't remember for sure.</p> <p>19 Q. What was your understanding</p> <p>20 during this period of your membership and</p> <p>21 your chairmanship of UEA, what UEA's function</p> <p>22 was?</p> <p>23 A. UEA worked -- was -- my sense,</p> <p>24 the function was to work with the government,</p> <p>25 to work with -- at the time, I'm trying to</p>	<p style="text-align: right;">Page 52</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 of egg products producers, would help you</p> <p>3 with government issues.</p> <p>4 Q. Do you recall any other</p> <p>5 functions that UEA had during your time</p> <p>6 there?</p> <p>7 A. No. That was -- that's really,</p> <p>8 my understanding, the main role of what they</p> <p>9 did.</p> <p>10 Q. Why was Rose Acre -- why did</p> <p>11 Rose Acre become a member even though it</p> <p>12 had -- you did own chickens?</p> <p>13 A. Because we also -- not only did</p> <p>14 we own chickens, we did -- we were a large</p> <p>15 producer of egg products as well, and UEA was</p> <p>16 one that represented the egg product side.</p> <p>17 Q. Was it your understanding --</p> <p>18 one way or the other, was it your</p> <p>19 understanding whether all UEP members were</p> <p>20 also UEA members or not?</p> <p>21 A. I'm sorry, could you repeat the</p> <p>22 question?</p> <p>23 Q. Did you have an understanding</p> <p>24 whether all UEP members during that time were</p> <p>25 also UEA members or were some members not in</p>
<p style="text-align: right;">Page 51</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 remember when it shifted, it used to be egg</p> <p>3 products fell under AMS and then it shifted</p> <p>4 to FSIS. So if there was any -- if there was</p> <p>5 issues with -- that a particular company</p> <p>6 might have with an inspection process at</p> <p>7 their plant, that they could go -- the UEA</p> <p>8 would represent that producer and try to help</p> <p>9 resolve issues with government inspectors</p> <p>10 possibly or if a new -- if a company or</p> <p>11 equipment manufacturers, a lot of them are</p> <p>12 from Europe, they would have a new egg</p> <p>13 breaking machine or a new pasteurizer or</p> <p>14 new -- any kind of thing really involving the</p> <p>15 process for egg products that they wanted to</p> <p>16 sell to us, they always had to be approved,</p> <p>17 they had to go through an approval process</p> <p>18 with the government to get that product</p> <p>19 approved and UEA would help facilitate that</p> <p>20 for -- and so even to the extent that if I</p> <p>21 had personally worked direct with the company</p> <p>22 and had a new process that we needed, they</p> <p>23 would help kind of be like a -- UEA would</p> <p>24 help be that kind -- I call it kind of</p> <p>25 liaison. They would -- they, on the behalf</p>	<p style="text-align: right;">Page 53</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 UEA?</p> <p>3 A. No, there were many UEP members</p> <p>4 that were not UEA members.</p> <p>5 Q. Was that essentially those that</p> <p>6 didn't have egg products?</p> <p>7 MR. MONICA: Objection.</p> <p>8 THE WITNESS: That's reasonable</p> <p>9 to say. I mean, most -- if you didn't</p> <p>10 have egg products, I guess it's our</p> <p>11 own company's decision, I mean,</p> <p>12 because we had egg products, our</p> <p>13 decision was to join UEA, but I guess</p> <p>14 I can't speak for somebody else, but I</p> <p>15 don't recall members that didn't have</p> <p>16 egg products off the top of my head.</p> <p>17 I can't recall anybody that was.</p> <p>18 BY MR. MALYSIAK:</p> <p>19 Q. You said before that you spoke</p> <p>20 to Mr. Magwire about why there had to be a</p> <p>21 separate UEA from UEP. Did he mention the</p> <p>22 Capper-Volstead Act in that connection?</p> <p>23 A. I don't recall specifically if</p> <p>24 he mentioned that.</p> <p>25 Q. Did he explain why it was</p>



<p style="text-align: right;">Page 54</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 important to have UEA as separate from UEP?</p> <p>3 A. As I stated before, he told me</p> <p>4 that it had to be separate because some</p> <p>5 members that didn't own birds could be a</p> <p>6 member of UEA, is what he told me. That's</p> <p>7 what I recall.</p> <p>8 Q. Do you recall any of the</p> <p>9 members of UEA that didn't own any birds?</p> <p>10 A. Yes.</p> <p>11 Q. Which ones?</p> <p>12 A. Deb-El Foods.</p> <p>13 Q. Any others?</p> <p>14 A. I believe Cargill, Sunny</p> <p>15 Cargill, their -- Sunny Fresh. Their</p> <p>16 division is called -- Sunny Fresh is their</p> <p>17 division. Those are the two that I recall</p> <p>18 right off.</p> <p>19 Q. There might have been others?</p> <p>20 A. There might have been, but</p> <p>21 those are the two that I recall.</p> <p>22 Q. Do you recall there being a</p> <p>23 Further Processor Committee at either UEA or</p> <p>24 UEP?</p> <p>25 MR. MONICA: Objection.</p>	<p style="text-align: right;">Page 56</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Who was involved for Rose Acre</p> <p>3 in those?</p> <p>4 A. KY Hendrix.</p> <p>5 Q. Are you familiar with the UEP</p> <p>6 publication called United Voices?</p> <p>7 A. Yes, sir.</p> <p>8 Q. During the period 2002-2008,</p> <p>9 did you regularly receive that publication</p> <p>10 yourself?</p> <p>11 A. I believe so, yes.</p> <p>12 Q. How often did it come out?</p> <p>13 A. I know it's -- I think it's</p> <p>14 weekly now. Back then I -- it could have</p> <p>15 been weekly.</p> <p>16 Q. Did you review each edition as</p> <p>17 it came out?</p> <p>18 MR. MONICA: Objection.</p> <p>19 THE WITNESS: I don't --</p> <p>20 MR. MONICA: You can answer.</p> <p>21 THE WITNESS: I can't -- I don't</p> <p>22 remember from back that far.</p> <p>23 BY MR. MALYSIAK:</p> <p>24 Q. Did you regularly review it?</p> <p>25 MR. MONICA: Objection.</p>
<p style="text-align: right;">Page 55</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Compound.</p> <p>3 THE WITNESS: I don't recall.</p> <p>4 BY MR. MALYSIAK:</p> <p>5 Q. Did you have any involvement in</p> <p>6 the shell -- well, strike that, in a Price</p> <p>7 Discovery Committee at UEP?</p> <p>8 A. The Marketing Committee I</p> <p>9 mentioned, the official name was Marketing</p> <p>10 and Price Discovery.</p> <p>11 Q. So that was one and the same</p> <p>12 committee?</p> <p>13 A. Yes.</p> <p>14 Q. Did you have any involvement in</p> <p>15 the UEP Certified Program at UEP?</p> <p>16 A. No, sir.</p> <p>17 Q. Did anybody from Rose Acre?</p> <p>18 A. Yes.</p> <p>19 Q. Who did?</p> <p>20 A. KY Hendrix.</p> <p>21 Q. Were you ever involved during</p> <p>22 that period, 2002-2008, in any audits by UEP</p> <p>23 of Rose Acre's compliance with the Certified</p> <p>24 Guidelines?</p> <p>25 A. No, I was not.</p>	<p style="text-align: right;">Page 57</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 THE WITNESS: I would regularly</p> <p>3 read it, yes.</p> <p>4 BY MR. MALYSIAK:</p> <p>5 Q. During that period, 2002-2008,</p> <p>6 do you recall ever discussing anything in the</p> <p>7 United Voices with anyone else at Rose Acre?</p> <p>8 MR. MONICA: Objection. Vague.</p> <p>9 Overbroad.</p> <p>10 THE WITNESS: I don't remember</p> <p>11 any specific discussions, no.</p> <p>12 BY MR. MALYSIAK:</p> <p>13 Q. Are you familiar with the</p> <p>14 organization called U.S. Export Marketers, or</p> <p>15 USEM?</p> <p>16 A. Yes, sir.</p> <p>17 Q. Was Rose Acre a member of USEM</p> <p>18 at any point?</p> <p>19 A. Yes.</p> <p>20 Q. Do you recall when Rose Acre</p> <p>21 became a member of USEM?</p> <p>22 A. I believe it was early 2007.</p> <p>23 Q. Why did Rose Acre become a</p> <p>24 member of USEM then?</p> <p>25 A. For a couple of reasons. USEM,</p>

15 (Pages 54 - 57)



<p style="text-align: right;">Page 58</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 from my recollection, was to help remove</p> <p>3 surplus shell eggs that we could -- give us a</p> <p>4 better option to move our surplus eggs and</p> <p>5 then also to help out if other countries had</p> <p>6 any, you know, disasters, we would help them</p> <p>7 out.</p> <p>8 Q. When you refer to surplus eggs,</p> <p>9 what do you mean?</p> <p>10 A. Eggs that are -- that wasn't</p> <p>11 going to get moved to our regular customer</p> <p>12 channels and that gave us another option for</p> <p>13 those eggs versus possibly the other option</p> <p>14 of breaking and drying and not having an</p> <p>15 unknown price we may get for them, so we</p> <p>16 looked at it as maybe a better solution to</p> <p>17 move surplus egg that we had.</p> <p>18 Q. Had you engaged in any exports</p> <p>19 of eggs or egg products prior to joining</p> <p>20 USEM?</p> <p>21 A. Yes.</p> <p>22 Q. When did you begin exporting</p> <p>23 eggs, if you can recall?</p> <p>24 A. In the '90s probably. I'm</p> <p>25 not -- no, we exported in the '80s as well.</p>	<p style="text-align: right;">Page 60</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 and visiting our customers that we were</p> <p>3 selling egg products to in Japan. And then</p> <p>4 shell eggs, it was -- I can't say exactly how</p> <p>5 frequent it was at that time. I just</p> <p>6 remember -- I remember doing it, but --</p> <p>7 Q. Would there at least be one</p> <p>8 every year, for instance?</p> <p>9 A. Oh, well, it was not just once.</p> <p>10 I mean, it was just a practice that we did.</p> <p>11 We had regular export customers.</p> <p>12 Q. So you would be selling to the</p> <p>13 same customers virtually each year?</p> <p>14 A. Every week.</p> <p>15 Q. And so you would have -- you</p> <p>16 could have weekly exports?</p> <p>17 A. Yes, sir.</p> <p>18 Q. And who are your customers for</p> <p>19 these exports?</p> <p>20 A. Back on the shell eggs, Jurgen</p> <p>21 Fuchs from Germany. And then -- I remember</p> <p>22 him off the top of my head for shell eggs.</p> <p>23 And then we had Hidden Villa Ranch during</p> <p>24 that time exported -- pretty much every week</p> <p>25 for years we exported eggs to Hong Kong. And</p>
<p style="text-align: right;">Page 59</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 As early -- let me think. Give me a second</p> <p>3 and I can tell you my earliest recollection.</p> <p>4 It would have been 1982.</p> <p>5 Q. Good memory.</p> <p>6 A. Yes.</p> <p>7 Q. Was there something about that</p> <p>8 particular export that you remember?</p> <p>9 A. Yes, there was.</p> <p>10 Q. What was that?</p> <p>11 A. It was some export eggs, we</p> <p>12 were exporting to Baghdad, Iraq, and I</p> <p>13 remember it.</p> <p>14 Q. I'm trying to remember what</p> <p>15 happened in Baghdad, Iraq in 1982.</p> <p>16 A. Nothing then, but since then,</p> <p>17 it's something that I remember.</p> <p>18 Q. How frequently would you</p> <p>19 estimate you exported eggs from then on?</p> <p>20 A. Through 2008? What period?</p> <p>21 I'm sorry.</p> <p>22 Q. From 1982 through 2008.</p> <p>23 A. Just through 2008. I can't</p> <p>24 remember exactly how long. We did shell eggs</p> <p>25 and egg products. I remember going to Japan</p>	<p style="text-align: right;">Page 61</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 egg product -- in Japan we sold to -- it was</p> <p>3 KYGO company out of Tokyo that we exported</p> <p>4 egg products to on a regular basis.</p> <p>5 Q. And did you continue doing that</p> <p>6 to those customers into the 2000s?</p> <p>7 A. That particular -- just up to</p> <p>8 2008. Correct?</p> <p>9 Q. Right.</p> <p>10 A. Okay. I no longer sell the</p> <p>11 customer egg products -- in 2008, I don't</p> <p>12 believe I was selling the particular customer</p> <p>13 I mentioned in Japan, but we did continue to</p> <p>14 work with Jurgen Fuchs.</p> <p>15 Q. Now, for the period that you</p> <p>16 were selling exports prior to you joining</p> <p>17 USEM, what was your business purpose in</p> <p>18 selling the exports?</p> <p>19 A. It was -- I'm trying to think</p> <p>20 of the years. We would have had -- it was</p> <p>21 twofold. It was -- it helped to move eggs</p> <p>22 out of the U.S. as well as normal. On the</p> <p>23 regular basis, they were regular customers</p> <p>24 that I just -- that I sold to.</p> <p>25 Q. And those contracts were</p>

<p style="text-align: right;">Page 62</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 profitable to Rose Acre?</p> <p>3 A. I can't specifically -- I hope,</p> <p>4 but without looking at specific -- at times</p> <p>5 they were, yes. And then times, I mean, we</p> <p>6 lose money selling eggs.</p> <p>7 Q. Given that you had this regular</p> <p>8 practice of exporting eggs from the 1980s,</p> <p>9 why did you join USEM to do so?</p> <p>10 A. Like I say, I believe I stated</p> <p>11 why I joined USEM already.</p> <p>12 Q. Did USEM bring something</p> <p>13 additional to your business that you didn't</p> <p>14 have on your own?</p> <p>15 A. They had other -- there was</p> <p>16 other markets that they sold that I wasn't</p> <p>17 selling to.</p> <p>18 Q. Do you recall how many exports</p> <p>19 you made through the USEM by the end of 2008?</p> <p>20 A. No, I don't.</p> <p>21 Q. Were the eggs that you exported</p> <p>22 through USEM eggs that Rose Acre produced</p> <p>23 itself?</p> <p>24 A. In 2008?</p> <p>25 Q. 2007, 2008.</p>	<p style="text-align: right;">Page 64</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 period again, 1999-2008, was there any</p> <p>3 planning process you went through on sort of</p> <p>4 a periodical basis that determined how many</p> <p>5 eggs you would need to sell?</p> <p>6 MR. MONICA: Objection. You can</p> <p>7 answer.</p> <p>8 THE WITNESS: Rose Acre, ever</p> <p>9 since I started at Rose Acre in 1980,</p> <p>10 I've never known a year in time or any</p> <p>11 period at any time where I've worked</p> <p>12 at Rose Acre that we weren't building</p> <p>13 chicken houses or remodeling and</p> <p>14 adding chickens. So planning, I</p> <p>15 plan -- my plan was to sell the eggs</p> <p>16 that we produced.</p> <p>17 BY MR. MALYSIAK:</p> <p>18 Q. Were there occasions when you</p> <p>19 had what you've called before surplus eggs?</p> <p>20 A. Yes, sir.</p> <p>21 Q. And did you have surplus eggs</p> <p>22 at any point during the period 1999-2008?</p> <p>23 A. Yes.</p> <p>24 Q. What percentage of your egg</p> <p>25 production at Rose Acre during that period</p>
<p style="text-align: right;">Page 63</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. I believe so, yes.</p> <p>3 Q. Do you recall what the domestic</p> <p>4 price versus the international price was for</p> <p>5 those exports?</p> <p>6 A. No, I don't.</p> <p>7 Q. Do you ever recall whether Rose</p> <p>8 Acre sold at an export price that was lower</p> <p>9 than the current domestic price?</p> <p>10 MR. MONICA: Objection.</p> <p>11 THE WITNESS: I don't remember.</p> <p>12 BY MR. MALYSIAK:</p> <p>13 Q. Just so I'm clear on it, did</p> <p>14 your exports from 1980 on involve both shell</p> <p>15 eggs and egg products or just one of those?</p> <p>16 A. From 1980 on?</p> <p>17 Q. Yes.</p> <p>18 A. Both.</p> <p>19 Q. Both. During that period --</p> <p>20 during the period 1999 to 2008, how did Rose</p> <p>21 Acre determine how many eggs it would need</p> <p>22 for its sales during a particular year?</p> <p>23 A. We -- I never know how many</p> <p>24 eggs I need for sales for a particular year.</p> <p>25 Q. Is there any, during that</p>	<p style="text-align: right;">Page 65</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 would you have considered surplus eggs?</p> <p>3 A. I can't say for sure.</p> <p>4 Q. Any ballpark estimate?</p> <p>5 A. No, sir. I can tell you what</p> <p>6 times of the year there are more surplus than</p> <p>7 others.</p> <p>8 Q. When is that?</p> <p>9 A. After Easter from -- because</p> <p>10 the demand for eggs, demand for eggs drops</p> <p>11 off, for shell eggs especially, after Easter</p> <p>12 until about the 4th of July every year.</p> <p>13 Q. Do you have an understanding</p> <p>14 why that is?</p> <p>15 A. Some of it is at the end of the</p> <p>16 school, when schools get out in May. I mean</p> <p>17 you get -- it depends when Easter falls.</p> <p>18 After school is out, business always drops</p> <p>19 out, and I think it's because kids sleep in,</p> <p>20 parents don't get them up for breakfast.</p> <p>21 They lay around, watch TV. They just don't</p> <p>22 eat as much is my thought. And pretty much</p> <p>23 most people thought in the egg business is</p> <p>24 that has something to do with it. Then you</p> <p>25 get close to 4th of July and there's picnics,</p>

17 (Pages 62 - 65)

<p style="text-align: right;">Page 66</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 there's things, sell more deviled eggs, egg</p> <p>3 salads, things like that help pick up the</p> <p>4 demand, but it seems after Easter every year,</p> <p>5 it's just clockwork, you can set your watch</p> <p>6 by it. Now, some of the egg products</p> <p>7 customers, picks up because they're making,</p> <p>8 for example, your client, their demand --</p> <p>9 Q. Kraft?</p> <p>10 A. Yes. Their demand is -- Kraft</p> <p>11 would -- demand would peak during that period</p> <p>12 because they were gearing up for the summer</p> <p>13 for the salad -- for, you know, the type of</p> <p>14 products that would use their products. And</p> <p>15 so theirs would peak when some of the shell</p> <p>16 eggs are backed off. So just -- but shell</p> <p>17 eggs have always backed off. It's very</p> <p>18 consistent.</p> <p>19 Q. So during 1999-2008, if you had</p> <p>20 surplus eggs -- let me strike that.</p> <p>21 How would you determine whether</p> <p>22 you had surplus eggs at any point?</p> <p>23 A. When the customers' orders</p> <p>24 didn't -- I guess when the coolers were</p> <p>25 backing up.</p>	<p style="text-align: right;">Page 68</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. We had the option, if you could</p> <p>3 offer discounts to existing customers would</p> <p>4 be one of the avenues to try to encourage</p> <p>5 more egg sales. And sell them on the open</p> <p>6 market, basically pack them up and sell them</p> <p>7 on the open market at whatever price you</p> <p>8 could get for the eggs. And our other option</p> <p>9 which we had that some producers didn't have</p> <p>10 is because we had three breaking plants, we</p> <p>11 had the option that we could break it, break</p> <p>12 the surplus eggs and dry the eggs, because we</p> <p>13 had egg dryers, and then just set on the</p> <p>14 inventory and sell at a later time.</p> <p>15 Q. How long can you keep, say,</p> <p>16 dried eggs without selling them?</p> <p>17 A. White product, two years,</p> <p>18 approximately two years on egg whites and a</p> <p>19 year on yellow product. Oh, and our other</p> <p>20 options are -- I'm sorry, was to break it and</p> <p>21 freeze it and then we would store the frozen,</p> <p>22 same thing, about a year. Frozen.</p> <p>23 Q. Now, you say one option was to</p> <p>24 offer your current customers lower prices to</p> <p>25 try to get them into buying more of these</p>
<p style="text-align: right;">Page 67</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. So you were running out of</p> <p>3 space in the coolers and you had to do</p> <p>4 something with those eggs because you had no</p> <p>5 room?</p> <p>6 A. Sell them or smell them is --</p> <p>7 our term is in industry, for Rose Acre's. I</p> <p>8 think my founder started that, but I don't</p> <p>9 know. I guess I can't claim it.</p> <p>10 Q. I've done a lot of work in the</p> <p>11 cattle industry and there's some claim to it</p> <p>12 there.</p> <p>13 A. Is there?</p> <p>14 Q. So you didn't want to smell it,</p> <p>15 so what did you do with it?</p> <p>16 MR. MONICA: Objection as to</p> <p>17 time.</p> <p>18 THE WITNESS: Yeah.</p> <p>19 BY MR. MALYSIAK:</p> <p>20 Q. Any time, 1999-2008.</p> <p>21 A. Well, it varied. I mean,</p> <p>22 there's various things you -- we just had to</p> <p>23 deal with it. There was several different</p> <p>24 ways that could happen.</p> <p>25 Q. What were they?</p>	<p style="text-align: right;">Page 69</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 surplus eggs?</p> <p>3 MR. MONICA: Objection.</p> <p>4 THE WITNESS: We would offer</p> <p>5 eggs at a discount to our existing</p> <p>6 customers, correct.</p> <p>7 BY MR. MALYSIAK:</p> <p>8 Q. Would those include these major</p> <p>9 customers that you named such as Save-A-Lot</p> <p>10 and Wal-Mart?</p> <p>11 MR. MONICA: Objection. It</p> <p>12 would involve some regular customers.</p> <p>13 We would offer to, like I said, our</p> <p>14 customers that were regular customers.</p> <p>15 BY MR. MALYSIAK:</p> <p>16 Q. Do you remember any specific</p> <p>17 instances when you did that?</p> <p>18 A. Not specific. Not in that time</p> <p>19 frame, no.</p> <p>20 Q. You referred to open market</p> <p>21 sales. What do you mean by "open market</p> <p>22 sales"?</p> <p>23 A. We would put -- you could -- we</p> <p>24 would put eggs on ECI, list eggs for sale on</p> <p>25 ECI, or contact, we had a couple of egg, they</p>

18 (Pages 66 - 69)

<p style="text-align: right;">Page 70</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 call them egg traders in the industry that</p> <p>3 market -- they're in the business of selling</p> <p>4 longs and shorts, producers looking for</p> <p>5 product and producers that may have surplus</p> <p>6 product to sell.</p> <p>7 Q. What is ECI?</p> <p>8 A. Egg Clearinghouse.</p> <p>9 Q. What does it do?</p> <p>10 A. They -- it's a -- it's a blind</p> <p>11 trading forum where eggs -- bids and offers</p> <p>12 are posted on a daily basis. And if you're</p> <p>13 looking to buy eggs, you can go on that Board</p> <p>14 and look at the offers to sell. And if you</p> <p>15 have surplus eggs that you want to sell, you</p> <p>16 can post them for sale. So it's a trading</p> <p>17 forum for eggs.</p> <p>18 Q. How is transport determined if</p> <p>19 someone buys on ECI?</p> <p>20 A. It could either be a pick up or</p> <p>21 a delivery.</p> <p>22 Q. Have you ever -- has Rose Acre</p> <p>23 ever -- strike that.</p> <p>24 During 1999 to 2008, did Rose</p> <p>25 Acre use the futures markets for sales of its</p>	<p style="text-align: right;">Page 72</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 president of sales for Rose Acre, were you</p> <p>3 involved at all in decisions whether to</p> <p>4 acquire production facilities?</p> <p>5 A. No.</p> <p>6 Q. How about whether to build</p> <p>7 production facilities, new ones?</p> <p>8 A. No.</p> <p>9 Q. And how about whether to</p> <p>10 remodel production facilities?</p> <p>11 A. No.</p> <p>12 Q. Who was involved in those types</p> <p>13 of decisions?</p> <p>14 A. Marcus Rust.</p> <p>15 Q. After Rose Acre joined UEP in</p> <p>16 late 2002, did Rose Acre shortly thereafter</p> <p>17 participate in the Certified Animal Welfare</p> <p>18 Program?</p> <p>19 A. Yes, we participate in the</p> <p>20 Certified Animal Welfare Program.</p> <p>21 Q. As a result of your</p> <p>22 participation, did you have to modify any of</p> <p>23 your existing production facilities?</p> <p>24 A. What do you mean by "modify"?</p> <p>25 Q. Change. Change the types of</p>
<p style="text-align: right;">Page 71</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 eggs or egg products?</p> <p>3 MR. MONICA: Objection as to</p> <p>4 form.</p> <p>5 THE WITNESS: I'm not aware of</p> <p>6 any futures market for eggs.</p> <p>7 BY MR. MALYSIAK:</p> <p>8 Q. So there's no futures market</p> <p>9 such as the Chicago Board of Trade or Chicago</p> <p>10 Mercantile Exchange for egg products?</p> <p>11 A. Not that I'm familiar with, no.</p> <p>12 Q. During that period 1999-2008,</p> <p>13 did you have a surplus that resulted -- a</p> <p>14 surplus of eggs that just resulted in you</p> <p>15 destroying the products?</p> <p>16 MR. MONICA: Objection. No,</p> <p>17 I've never known the stuff to throw,</p> <p>18 as we would refer, to throw the eggs</p> <p>19 in the river, no.</p> <p>20 BY MR. MALYSIAK:</p> <p>21 Q. Do you know of any producers</p> <p>22 during that period who were doing that?</p> <p>23 A. I can't. I have no idea what</p> <p>24 other producers did.</p> <p>25 Q. Over your years as vice</p>	<p style="text-align: right;">Page 73</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 cases, cages you had so that you could comply</p> <p>3 with the various cage space requirements?</p> <p>4 A. It wouldn't be my area and I</p> <p>5 don't have knowledge that we had to modify</p> <p>6 cages, but it wouldn't be something I would</p> <p>7 have dealt with.</p> <p>8 Q. Do you have any understanding</p> <p>9 of how Rose Acre, after 2002, complied with</p> <p>10 the requirements of increasing cage space per</p> <p>11 hen under the Certified Program?</p> <p>12 A. I wouldn't -- I didn't</p> <p>13 specifically deal with it, but I am familiar</p> <p>14 that the guidelines had square inch</p> <p>15 requirements that got phased in</p> <p>16 over somewhere -- I don't know, there was</p> <p>17 five to eight years, there was a period of</p> <p>18 time there was a phase-in requirement that</p> <p>19 was required, I'm familiar with that.</p> <p>20 Q. Do you recall how Rose Acre</p> <p>21 went about complying with that?</p> <p>22 A. No, that wasn't my area.</p> <p>23 Q. During that period after 2002</p> <p>24 to 2008 when the cage space requirements of</p> <p>25 the Certified Program were being phased in,</p>

<p style="text-align: right;">Page 74</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 did you see any impact on Rose Acre's supply</p> <p>3 of eggs?</p> <p>4 A. No. As I stated before, ever</p> <p>5 since I worked at Rose Acre's, we've always</p> <p>6 added chicken houses. So I don't recall us</p> <p>7 ever having a drop in our supply of eggs.</p> <p>8 All I've had is increase in supply to sell.</p> <p>9 Q. Did you -- as vice president of</p> <p>10 sales during that period 2002-2008, did you</p> <p>11 ever -- did you receive regularly any</p> <p>12 information from others in the company as to</p> <p>13 how -- what the egg supply was at that</p> <p>14 current time?</p> <p>15 MR. MONICA: Objection. You can</p> <p>16 answer.</p> <p>17 THE WITNESS: No. I knew on</p> <p>18 a -- I knew on a daily basis how many</p> <p>19 eggs I had to sell.</p> <p>20 BY MR. MALYSIAK:</p> <p>21 Q. And how did you know that?</p> <p>22 A. They were in my coolers every</p> <p>23 morning.</p> <p>24 Q. You got a report how many there</p> <p>25 were?</p>	<p style="text-align: right;">Page 76</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 our company, there's always birds that</p> <p>3 are going to be sold out, new birds</p> <p>4 coming in. So it's a constant change.</p> <p>5 MR. MONICA: Counsel, I'm sorry,</p> <p>6 I keep objecting because that's --</p> <p>7 your questions aren't clear as to</p> <p>8 whether -- to me, whether they're Rose</p> <p>9 Acre supply or industry supply.</p> <p>10 MR. MALYSIAK: These were all</p> <p>11 Rose Acre.</p> <p>12 MR. MONICA: I thought they</p> <p>13 were, but --</p> <p>14 THE WITNESS: I was only</p> <p>15 speaking for Rose Acre, too.</p> <p>16 MR. MALYSIAK: Good point.</p> <p>17 Thank you.</p> <p>18 MR. MONICA: I thought that was</p> <p>19 the case, but I would think you --</p> <p>20 MR. MALYSIAK: Just to make</p> <p>21 sure. It's always good to have a</p> <p>22 clear record.</p> <p>23 MR. MONICA: Thank you.</p> <p>24 MR. MALYSIAK: This is a good</p> <p>25 time for a break.</p>
<p style="text-align: right;">Page 75</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. There's reports, within the</p> <p>3 company there are reports that are generated</p> <p>4 every day on eggs produced at every farm, but</p> <p>5 -- so there is a report, yes, I used.</p> <p>6 Q. Go ahead.</p> <p>7 A. I used to do the report. The</p> <p>8 cooler managers does that. So when I was</p> <p>9 cooler manager, as I stated back in the '80s</p> <p>10 when I was running the coolers, I generated</p> <p>11 that report, so I'm familiar with the report.</p> <p>12 Q. How would you count the eggs?</p> <p>13 A. By hand. You go out and count</p> <p>14 every case and you'd write them down in your</p> <p>15 report. Physically count every day. Used to</p> <p>16 do it twice a day.</p> <p>17 Q. Do you recall whether you</p> <p>18 received in that period 2002-2008 any reports</p> <p>19 for longer periods as to how much the egg</p> <p>20 supply was?</p> <p>21 MR. MONICA: Objection.</p> <p>22 THE WITNESS: No, because like I</p> <p>23 said, we were always building so it</p> <p>24 was constantly changing. And then</p> <p>25 you've always got -- at any time in</p>	<p style="text-align: right;">Page 77</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 VIDEOGRAPHER: This is the end</p> <p>3 of tape one in the videotape</p> <p>4 deposition of Greg Hinton. We're off</p> <p>5 the record at 10:32.</p> <p>6 - - -</p> <p>7 (A recess was taken.)</p> <p>8 - - -</p> <p>9 VIDEOGRAPHER: Here begins tape</p> <p>10 two in the videotape deposition of</p> <p>11 Greg Hinton. We are back on the</p> <p>12 record at 10:54.</p> <p>13 BY MR. MALYSIAK:</p> <p>14 Q. Mr. Hinton, during your</p> <p>15 testimony today you referred to an</p> <p>16 organization called FSIS.</p> <p>17 A. Yes.</p> <p>18 Q. What is that?</p> <p>19 A. Food Safety Inspection Service.</p> <p>20 Q. Is that a governmental agency?</p> <p>21 A. Yes, it is.</p> <p>22 Q. Part of the USDA?</p> <p>23 A. Yes.</p> <p>24 Q. Do you know what its function</p> <p>25 is?</p>

20 (Pages 74 - 77)

<p style="text-align: right;">Page 78</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Well, food safety for different</p> <p>3 products. For us it obviously involves egg</p> <p>4 products, but they also have jurisdiction</p> <p>5 over, I believe, meat and poultry, and I'm</p> <p>6 not sure what else.</p> <p>7 - - -</p> <p>8 (Exhibit DAP-Hinton-1, 6/3/02</p> <p>9 United Voices, Bates DAY0028331 -</p> <p>10 DAY0028334, was marked for</p> <p>11 identification.)</p> <p>12 - - -</p> <p>13 BY MR. MALYSIAK:</p> <p>14 Q. Exhibit that I've marked as</p> <p>15 Hinton Exhibit 1.</p> <p>16 MS. ANDERSON: Are the exhibits</p> <p>17 going to be marked, Counsel, as DAP or</p> <p>18 marked separate from the others,</p> <p>19 Counsel, or should we just refer to</p> <p>20 this as Hinton-1?</p> <p>21 MR. MALYSIAK: I would just</p> <p>22 refer to it as Hinton-1.</p> <p>23 BY MR. MALYSIAK:</p> <p>24 Q. Mr. Hinton, Exhibit 1 is a</p> <p>25 two-page -- four-page document that on its</p>	<p style="text-align: right;">Page 80</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 (Exhibit DAP-Hinton-2, 6/27/02</p> <p>3 Shell Egg Price Discovery Committee</p> <p>4 Meeting, Chicago, Illinois Minutes,</p> <p>5 Bates CM00181854, was marked for</p> <p>6 identification.)</p> <p>7 - - -</p> <p>8 BY MR. MALYSIAK:</p> <p>9 Q. I'd like you to look at what</p> <p>10 has been marked as Hinton Deposition</p> <p>11 Exhibit 2. Hinton Deposition Exhibit 2 is a</p> <p>12 one-page document, production number</p> <p>13 CM00181854, and its heading is "Shell Egg</p> <p>14 Price Discovery Committee Meeting June 27,</p> <p>15 2002 Chicago, Illinois."</p> <p>16 MR. MONICA: Can we turn it over</p> <p>17 for one second. It says, "HIGHLY</p> <p>18 CONFIDENTIAL," I just want to --</p> <p>19 MS. ANDERSON: His name is on</p> <p>20 it.</p> <p>21 MR. MONICA: Is his name on it?</p> <p>22 Never mind.</p> <p>23 MS. ANDERSON: Probably just</p> <p>24 establish that for the record since</p> <p>25 counsel is on the phone.</p>
<p style="text-align: right;">Page 79</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 face is United Voices, June 3, 2002,</p> <p>3 production number DAY0028331 through 334.</p> <p>4 And I just want to direct you to the third</p> <p>5 page, 333 at the bottom. It says, "UEA</p> <p>6 FURTHER PROCESSORS FORM AN ANIMAL WELFARE</p> <p>7 COMMITTEE.</p> <p>8 "UEA Further Processor</p> <p>9 Chairman, Elliot Gibber has appointed a</p> <p>10 committee for the purpose of developing</p> <p>11 discussion points and coordination of Animal</p> <p>12 Husbandry Guidelines with UEP. The committee</p> <p>13 consisting of Larry Seger, Paul Osborne,</p> <p>14 Arthur Papetti, Mike Luker, David Crockett,</p> <p>15 Blair Van Zetten, Greg Hinton and Bob Krouse</p> <p>16 will conduct their first meeting in Chicago</p> <p>17 on May 29," which would have been -- I'm not</p> <p>18 sure if it means 2002. It appears to.</p> <p>19 Do you recall being part of</p> <p>20 such a UEA Animal Welfare Committee?</p> <p>21 A. No, I don't.</p> <p>22 Q. So you have no memory of this</p> <p>23 at all?</p> <p>24 A. I don't remember it, no.</p> <p>25 - - -</p>	<p style="text-align: right;">Page 81</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 BY MR. MALYSIAK:</p> <p>3 Q. Mr. Hinton, this is a</p> <p>4 minutes -- appears to be minutes of a meeting</p> <p>5 of the Shell Egg Price Discovery Committee</p> <p>6 meeting on June 27, 2002, and it shows you as</p> <p>7 being present. Do you recall being at this</p> <p>8 meeting?</p> <p>9 A. I don't recall the particular</p> <p>10 meeting, no. I remember going to Chicago for</p> <p>11 a meeting one time, though, I remember that.</p> <p>12 Q. This Shell Egg Price Discovery</p> <p>13 Committee, was that, based on your earlier</p> <p>14 testimony, was that the same thing as the</p> <p>15 Marketing Committee that you were a member</p> <p>16 of?</p> <p>17 A. That's how I remember it, yes.</p> <p>18 Q. Can you identify the other</p> <p>19 people that were present at the meeting by</p> <p>20 their -- by the person they work for, the</p> <p>21 company they work for?</p> <p>22 A. I can try, yes. Do you want me</p> <p>23 to --</p> <p>24 Q. Go ahead, if you could. Dolph</p> <p>25 Baker, for instance.</p>

<p style="text-align: right;">Page 82</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Dolph is with Cal-Maine Foods.</p> <p>3 Just go in order?</p> <p>4 Q. Go through, sure.</p> <p>5 A. Jim Dean, he had -- his farm is</p> <p>6 in Iowa. 2002. It wasn't called Dean. It</p> <p>7 was -- I know he owned -- I can't think off</p> <p>8 the top of my head, but his farm was in Iowa,</p> <p>9 I know that.</p> <p>10 Roger Deffner was with National</p> <p>11 Egg in, I believe, Washington.</p> <p>12 Butch DeVries, Butch -- I'm</p> <p>13 trying to think if it was in -- Butch at one</p> <p>14 time I know worked for Mike -- it would have</p> <p>15 been Waldbaum, I believe, at the time,</p> <p>16 Waldbaum Foods, I believe.</p> <p>17 Joe Fortin, he worked for, in</p> <p>18 2002, I think it would have been called Red</p> <p>19 Bird Egg, I believe.</p> <p>20 Larry Seger, he walked for</p> <p>21 Wabash Valley Produce.</p> <p>22 John Hammond, the name -- I</p> <p>23 don't remember who John worked for.</p> <p>24 Paul Osborne worked for Moark.</p> <p>25 Tim Weaver worked for Weaver</p>	<p style="text-align: right;">Page 84</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 reported that the purpose of the meeting was</p> <p>3 to develop recommendations for Urner Barry</p> <p>4 that could improve the price discovery system</p> <p>5 regardless of the supply demand conditions."</p> <p>6 Do you recall a meeting that</p> <p>7 addressed that issue that you attended?</p> <p>8 A. I don't remember that specific</p> <p>9 issue, no.</p> <p>10 Q. Several paragraphs down,</p> <p>11 there's a paragraph that says, "Osborne</p> <p>12 recommended that Urner Barry quote a Graded</p> <p>13 Loose quote but not be used as a component</p> <p>14 for establishing a carton large quote.</p> <p>15 Osborne further recommended that Urner Barry</p> <p>16 use only trading of nest run and trading of</p> <p>17 carton eggs for establishing a large quote.</p> <p>18 Neither recommendation was acted upon."</p> <p>19 Do you recall any discussion in</p> <p>20 a meeting you attended on that issue?</p> <p>21 A. No, I don't remember it.</p> <p>22 Q. The next paragraph says, "The</p> <p>23 remainder of the meeting focused upon the</p> <p>24 need for Urner Barry to use the correct</p> <p>25 conversion costs for plant grade loose large</p>
<p style="text-align: right;">Page 83</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Egg.</p> <p>3 Myself for Rose Acre's.</p> <p>4 Chuck Elste would have been --</p> <p>5 he worked for a co-op out in California. I</p> <p>6 believe it was -- I'm not sure if he had</p> <p>7 multiple companies, but I remember I think</p> <p>8 NuCal was one of them.</p> <p>9 Jerry Grove, Jerry didn't -- he</p> <p>10 was a -- worked for -- with Agri Stats.</p> <p>11 Glenn Carter, I don't</p> <p>12 particularly remember Glenn.</p> <p>13 And Gene Gregory was with UEP.</p> <p>14 Q. What was Agri Stats, what kind</p> <p>15 of organization is that?</p> <p>16 A. Agri Stats is a market</p> <p>17 reporting service.</p> <p>18 Q. Does it have any connection to</p> <p>19 Urner Barry?</p> <p>20 A. No, sir. Not that I'm aware</p> <p>21 of, no.</p> <p>22 Q. It is not an egg producer?</p> <p>23 A. No, it's not.</p> <p>24 Q. The next paragraph after the</p> <p>25 names of those who were present says, "Baker</p>	<p style="text-align: right;">Page 85</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 eggs."</p> <p>3 Do you remember being in a</p> <p>4 meeting of this committee that discussed that</p> <p>5 issue?</p> <p>6 A. I don't remember the exact</p> <p>7 discussion, no.</p> <p>8 Q. Do you recall what the issue</p> <p>9 was that this was addressing?</p> <p>10 A. As I testified earlier, I did</p> <p>11 state that I remember something to do with</p> <p>12 plant grade size loss, and that could have</p> <p>13 been part of the -- centered around that.</p> <p>14 Q. What's your understanding of</p> <p>15 what the term "conversion costs" means in</p> <p>16 this context?</p> <p>17 A. I don't know for sure.</p> <p>18 Q. The document then says,</p> <p>19 "MOTION: It was moved by Deffner and</p> <p>20 seconded by Fortin to recommend to Urner</p> <p>21 Barry that a range of 28 - 52 cents,</p> <p>22 regardless of material, be used for a steady</p> <p>23 market evaluation of plant grade loose</p> <p>24 values."</p> <p>25 Do you remember voting on such</p>

22 (Pages 82 - 85)



<p style="text-align: right;">Page 86</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 a motion?</p> <p>3 A. I don't remember, no. That</p> <p>4 exactly, no.</p> <p>5 Q. Do you remember anything about</p> <p>6 that motion?</p> <p>7 A. No, I don't.</p> <p>8 - - -</p> <p>9 (Exhibit DAP-Hinton-3, 7/12/02</p> <p>10 Letter with attached meeting notes,</p> <p>11 Bates CM00416046 - CM00416049, was</p> <p>12 marked for identification.)</p> <p>13 - - -</p> <p>14 BY MR. MALYSIAK:</p> <p>15 Q. I'd like you to look at what's</p> <p>16 been marked as Hinton Deposition Exhibit 3.</p> <p>17 A. Do you want to get them first?</p> <p>18 MR. MONICA: This one is fine.</p> <p>19 Go ahead.</p> <p>20 THE WITNESS: Before you hand</p> <p>21 them to me so I just want to make sure</p> <p>22 in the process of coming this way --</p> <p>23 MR. MONICA: Could we do that,</p> <p>24 Counsel? Could you hand them this</p> <p>25 way? He wants me to -- yeah, that</p>	<p style="text-align: right;">Page 88</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 producers, that a member of UEP's Marketing</p> <p>3 Committee and Rick Brown should be held this</p> <p>4 fall to finalize any decision."</p> <p>5 Do you recall any discussion at</p> <p>6 UEP about having a separate egg market quote</p> <p>7 for eggs produced by animal husbandry</p> <p>8 certified companies?</p> <p>9 A. I don't remember a specific</p> <p>10 discussion, no.</p> <p>11 Q. Do you recall any discussion</p> <p>12 that you had at UEP with anyone about this</p> <p>13 issue?</p> <p>14 A. No. I don't remember any</p> <p>15 specific discussion, no.</p> <p>16 Q. How about generally, do you</p> <p>17 recall discussing it?</p> <p>18 A. In general I remember Rick</p> <p>19 Brown, there was a discussion -- I remember</p> <p>20 Rick Brown discussing the fact whether he was</p> <p>21 going to, quote, report different markets for</p> <p>22 certified eggs. I remember that in general.</p> <p>23 Q. Rick Brown was with Uerner</p> <p>24 Barry?</p> <p>25 A. Yes, he was.</p>
<p style="text-align: right;">Page 87</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 makes sense.</p> <p>3 BY MR. MALYSIAK:</p> <p>4 Q. Hinton Deposition Exhibit 3 is</p> <p>5 a four-page document with production numbers</p> <p>6 CM00416046 through 049. On its face it has a</p> <p>7 caption of "United Egg Producers," dated</p> <p>8 July 12, 2002, to UEP's Shell Egg Price</p> <p>9 Discovery Committee from Gene Gregory.</p> <p>10 On the second page, 047,</p> <p>11 there's a document that says, "Notes Of Price</p> <p>12 Discovery Meeting of July 10, 2002 With Rick</p> <p>13 Brown." It does not show you attending that</p> <p>14 meeting, but you -- the first page shows that</p> <p>15 you received a copy of the notes from Mr.</p> <p>16 Gregory. Do you recall receiving this</p> <p>17 document?</p> <p>18 A. No, I don't.</p> <p>19 Q. On the last paragraph of page</p> <p>20 047, it says, "Before the meeting ended,</p> <p>21 discussion was held on the advantages and</p> <p>22 disadvantages of a separate egg market quote</p> <p>23 for eggs produced by animal husbandry</p> <p>24 certified companies. It was determined that</p> <p>25 in order to satisfy the interest of all</p>	<p style="text-align: right;">Page 89</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Did you have a position on</p> <p>3 whether there should be a separate quote for</p> <p>4 certified eggs?</p> <p>5 MR. MONICA: Objection as to</p> <p>6 time frame.</p> <p>7 BY MR. MALYSIAK:</p> <p>8 Q. During this period 2002-2008.</p> <p>9 A. I don't remember the exact</p> <p>10 discussions, no.</p> <p>11 Q. Any at all that you recall?</p> <p>12 A. No, I don't remember.</p> <p>13 Q. During that period 2002-2008,</p> <p>14 did Uerner Barry ever provide a price quote</p> <p>15 for certified eggs?</p> <p>16 A. Yes.</p> <p>17 Q. When did that happen?</p> <p>18 A. I don't know when it happened.</p> <p>19 They still do today.</p> <p>20 - - -</p> <p>21 (Exhibit DAP-Hinton-4, 10/9/02</p> <p>22 UEP Marketing Committee Meeting</p> <p>23 Savannah, Georgia, Bates CM00274063 -</p> <p>24 CM00274077, was marked for</p> <p>25 identification.)</p>

23 (Pages 86 - 89)



<p style="text-align: right;">Page 90</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 - - -</p> <p>3 BY MR. MALYSIAK:</p> <p>4 Q. I'd like you to look at what's</p> <p>5 been marked Exhibit 4. Exhibit 4 is a</p> <p>6 multipage document with production numbers</p> <p>7 CM00274063 through 077. And its front page</p> <p>8 says, "UEP Marketing Committee Meeting</p> <p>9 October 9, 2002 Savannah, Georgia."</p> <p>10 The second page, Mr. Hinton,</p> <p>11 has an agenda for UEP Marketing Committee</p> <p>12 Meeting October 9, 2002 Savannah, Georgia</p> <p>13 showing you as a committee member. Do you</p> <p>14 recall attending such a meeting in Savannah,</p> <p>15 Georgia?</p> <p>16 A. I remember being in Savannah,</p> <p>17 Georgia. I don't remember exactly the</p> <p>18 meeting, but I was in Savannah, Georgia. I</p> <p>19 remember that. Only time I've ever been</p> <p>20 there.</p> <p>21 Q. On the agenda, item number 5</p> <p>22 shows "Separate Quote For Certified Eggs,"</p> <p>23 "Talking Points - Dolph Baker," "Weaver Bros.</p> <p>24 letter," and then on the right "Gene</p> <p>25 Gregory."</p>	<p style="text-align: right;">Page 92</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. So it only -- your</p> <p>3 understanding, it applies only to eggs you</p> <p>4 produce, they have to be 100 percent</p> <p>5 certified?</p> <p>6 A. Yes, sir.</p> <p>7 Q. But you understand that you can</p> <p>8 buy non-certified eggs from elsewhere and</p> <p>9 resell them?</p> <p>10 A. Yes, sir.</p> <p>11 Q. Did you discuss that with</p> <p>12 anybody at UEP?</p> <p>13 MR. MONICA: Objection.</p> <p>14 THE WITNESS: I didn't set the</p> <p>15 guidelines, no, sir.</p> <p>16 BY MR. MALYSIAK:</p> <p>17 Q. Did you discuss whether what</p> <p>18 you were doing in terms of non-certified eggs</p> <p>19 was -- complied with the program?</p> <p>20 MR. MONICA: Objection.</p> <p>21 THE WITNESS: Not that I can</p> <p>22 recall with UEP, no.</p> <p>23 BY MR. MALYSIAK:</p> <p>24 Q. Do you recall discussing with</p> <p>25 anybody?</p>
<p style="text-align: right;">Page 91</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 If you turn to page 075,</p> <p>3 several pages in, which says,</p> <p>4 "CERTIFIED/UNCERTIFIED MARKET TALKING</p> <p>5 POINTS." Number 5 of the talking points</p> <p>6 says, "Certified companies should only commit</p> <p>7 to purchase eggs from certified companies."</p> <p>8 Do you recall any discussion at</p> <p>9 a meeting you attended on that issue?</p> <p>10 A. I don't remember that</p> <p>11 particular discussion, but that's not how the</p> <p>12 program works.</p> <p>13 Q. How did the program work during</p> <p>14 that period 2002-2008?</p> <p>15 A. I had the ability, I can</p> <p>16 purchase non-certified eggs and sell</p> <p>17 non-certified eggs along with my certified</p> <p>18 production.</p> <p>19 Q. Did you understand there was a</p> <p>20 100 percent rule adopted for the guidelines?</p> <p>21 MR. MONICA: Objection.</p> <p>22 THE WITNESS: Yes, sir. The 100</p> <p>23 percent rule pertains to all of my</p> <p>24 production.</p> <p>25 BY MR. MALYSIAK:</p>	<p style="text-align: right;">Page 93</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. With people in my office.</p> <p>3 Q. With your staff?</p> <p>4 A. Yes.</p> <p>5 Q. Number 6 on the talking points</p> <p>6 says, "The market reporter has a difficult</p> <p>7 time in determining our current daily carton</p> <p>8 market, let alone two daily markets."</p> <p>9 Do you remember any discussion</p> <p>10 at a meeting you attended of that issue?</p> <p>11 A. No, I don't.</p> <p>12 - - -</p> <p>13 (Exhibit DAP-Hinton-5, Animal</p> <p>14 Welfare Report for 2003 Area Meetings,</p> <p>15 Bates CM00430620 - CM00430637, was</p> <p>16 marked for identification.)</p> <p>17 - - -</p> <p>18 BY MR. MALYSIAK:</p> <p>19 Q. I'd like you to look at what's</p> <p>20 been marked as Hinton Deposition Exhibit 5.</p> <p>21 Hinton Deposition Exhibit 5 is a multipage</p> <p>22 document with production numbers CM00430620</p> <p>23 through 637. The first page says, "ANIMAL</p> <p>24 WELFARE REPORT FOR 2003 AREA MEETINGS."</p> <p>25 Mr. Hinton, I'm going to have</p>

24 (Pages 90 - 93)

<p style="text-align: right;">Page 94</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 you look at the second page, 621, which is</p> <p>3 headed up "Animal Care Certified Companies</p> <p>4 Implementing UEP's Animal Husbandry</p> <p>5 Guidelines." Bullet point five down says,</p> <p>6 "An Animal Care Certified company must</p> <p>7 implement the guidelines on 100% of their</p> <p>8 company facilities regardless of where or how</p> <p>9 they may market eggs. The company may only</p> <p>10 market eggs as Animal Care Certified if</p> <p>11 produced by the Certified company or</p> <p>12 purchased from another Certified company.</p> <p>13 Eggs from Certified and non-certified</p> <p>14 companies may not be co-mingled."</p> <p>15 Is that your understanding of</p> <p>16 how 100 percent rule worked?</p> <p>17 MR. MONICA: Objection. You can</p> <p>18 answer.</p> <p>19 THE WITNESS: [Reviewing</p> <p>20 document.] Yes.</p> <p>21 BY MR. MALYSIAK:</p> <p>22 Q. The next several pages are</p> <p>23 headed LIST OF ANIMAL CARE CERTIFIED</p> <p>24 COMPANIES AND CONTACT PERSONS. If you look</p> <p>25 at the page that's 626 on the production</p>	<p style="text-align: right;">Page 96</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Customers have asked me if we</p> <p>3 complied with the UEP Certified Program.</p> <p>4 Q. Anyone else that you recall?</p> <p>5 A. Not that I recall.</p> <p>6 Q. What does the term GYSL mean in</p> <p>7 the egg industry?</p> <p>8 A. Grade yield size loss.</p> <p>9 Q. What's that used for?</p> <p>10 A. For in the process -- step to</p> <p>11 process of nest run eggs that I discussed</p> <p>12 earlier.</p> <p>13 - - -</p> <p>14 (Exhibit DAP-Hinton-7, Rick</p> <p>15 Brown Urner Barry, Bates CM00412937 -</p> <p>16 CM00412940, was marked for</p> <p>17 identification.)</p> <p>18 - - -</p> <p>19 BY MR. MALYSIAK:</p> <p>20 Q. The next exhibit I'm going to</p> <p>21 use is Exhibit 7.</p> <p>22 MS. ANDERSON: Are we skipping</p> <p>23 6?</p> <p>24 MR. MALYSIAK: Yes.</p> <p>25 BY MR. MALYSIAK:</p>
<p style="text-align: right;">Page 95</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 number, you'll see that it lists Rose Acre</p> <p>3 Farms and you as the contact person. Did you</p> <p>4 understand you were the Rose Acre contact</p> <p>5 person for the Certified Program?</p> <p>6 MR. MONICA: Objection.</p> <p>7 THE WITNESS: No.</p> <p>8 BY MR. MALYSIAK:</p> <p>9 Q. Were you ever contacted by</p> <p>10 anyone about this Certified Program?</p> <p>11 MR. MONICA: Objection.</p> <p>12 THE WITNESS: Contacted meaning</p> <p>13 what?</p> <p>14 BY MR. MALYSIAK:</p> <p>15 Q. Anybody call you up and ask you</p> <p>16 anything about your Certified Program, your</p> <p>17 compliance with the Certified Program?</p> <p>18 MR. MONICA: Objection.</p> <p>19 THE WITNESS: My --</p> <p>20 BY MR. MALYSIAK:</p> <p>21 Q. Rose Acre's compliance.</p> <p>22 A. -- compliance?</p> <p>23 Q. Yes.</p> <p>24 A. By "anyone," who do you mean?</p> <p>25 Q. Really anyone.</p>	<p style="text-align: right;">Page 97</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Exhibit 7 is a four-page</p> <p>3 document with production numbers CM00412937</p> <p>4 through 940. The first page has a heading</p> <p>5 "Rick Brown Urner Barry."</p> <p>6 Page 3, Mr. Hinton, has a</p> <p>7 heading "UEP Price Discovery Committee</p> <p>8 Meeting February 20, 2003 Chicago, Illinois."</p> <p>9 Shows you as being present. Do you recall</p> <p>10 being at such a meeting in February 2003?</p> <p>11 A. I don't remember the particular</p> <p>12 meeting. As I stated before, I remember</p> <p>13 being in Chicago for a meeting.</p> <p>14 Q. Down at the bottom there's a</p> <p>15 paragraph that has five numbered items under</p> <p>16 it. It says, "Looper...", who is Mr. Looper?</p> <p>17 A. Ken Looper, he -- I don't know</p> <p>18 his exact title. He may have been a vice</p> <p>19 president, but he worked for Cal-Maine Foods.</p> <p>20 Q. The paragraph says -- starts,</p> <p>21 "Looper asked the committee the following</p> <p>22 questions or made statements in regard to</p> <p>23 price discovery."</p> <p>24 Then number 4 says, "When the</p> <p>25 vast majority of the eggs offered are in one</p>

25 (Pages 94 - 97)

<p style="text-align: right;">Page 98</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 region, and other regions are in balance, why</p> <p>3 are all regions put down the same amount?"</p> <p>4       Number 5, "The function of</p> <p>5 price is to balance supply with demand. The</p> <p>6 surplus area; or, the area that is offering</p> <p>7 eggs need to be enough lower to encourage the</p> <p>8 balanced areas to buy and low enough to</p> <p>9 encourage the surplus area to remove old hens</p> <p>10 and/or molt."</p> <p>11       Do you recall any discussion of</p> <p>12 that at such a meeting with Mr. Looper?</p> <p>13       A.   No, I don't.</p> <p>14       - - -</p> <p>15       (Exhibit DAP-Hinton-11, UEP's</p> <p>16 Shell Egg Marketing Committee January</p> <p>17 26, 2004, Bates CM00413675 -</p> <p>18 CM00413701, was marked for</p> <p>19 identification.)</p> <p>20       - - -</p> <p>21 BY MR. MALYSIAK:</p> <p>22       Q.   The next exhibit I'll use is</p> <p>23 Exhibit 11. Exhibit 11 is a multipage</p> <p>24 document with production numbers CM00413675</p> <p>25 through 3701. The first page has a heading,</p>	<p style="text-align: right;">Page 100</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 would receive a packet of information such as</p> <p>3 this? For instance, this includes egg market</p> <p>4 statistics.</p> <p>5       A.   Well, could you repeat the</p> <p>6 question?</p> <p>7       Q.   Sure. For a meeting such as</p> <p>8 this one of the Shell Egg Marketing</p> <p>9 Committee, do you recall receiving as a</p> <p>10 matter of course a packet of information such</p> <p>11 as this with an agenda and market statistics,</p> <p>12 that type of thing?</p> <p>13       A.   I don't recall receiving -- I</p> <p>14 don't remember receiving information before</p> <p>15 meetings that I attended, no.</p> <p>16       Q.   Would such information on a</p> <p>17 regular basis be handed out at the meetings?</p> <p>18       A.   We were given information at --</p> <p>19 we would have been given information at</p> <p>20 meetings, yes.</p> <p>21       Q.   Written documents?</p> <p>22       A.   Yes.</p> <p>23       Q.   If you turn to page -- several</p> <p>24 pages in, 3689, it's headed up "SUPPLY DEMAND</p> <p>25 COMMENTS 1-16-04 Submitted by: Ken Looper."</p>
<p style="text-align: right;">Page 99</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 "UEP's Shell Egg Marketing Committee</p> <p>3 January 26, 2004," and shows committee</p> <p>4 members including Mr. Hinton.</p> <p>5       On the second page shows agenda</p> <p>6 for UEP's Marketing Committee January 26,</p> <p>7 2004, Atlanta, Georgia.</p> <p>8       Mr. Hinton, do you remember</p> <p>9 attending a meeting of the UEP Marketing</p> <p>10 Committee in January 2004 in Atlanta?</p> <p>11       A.   I don't remember this</p> <p>12 particular meeting, no. I'm usually in</p> <p>13 Atlanta that time of the year.</p> <p>14       Q.   On business?</p> <p>15       A.   There's a trade show every year</p> <p>16 the last week of January sponsored -- well,</p> <p>17 at that time it would have been called</p> <p>18 south -- I believe it was called</p> <p>19 southeastern, but I usually attend that trade</p> <p>20 show. I can't tell you I was exactly at the</p> <p>21 trade show that particular year, but I --</p> <p>22 it's pretty general that I attend it.</p> <p>23       Q.   This is a multipage document</p> <p>24 that was produced by Cal-Maine. Do you</p> <p>25 recall that for a meeting such as this you</p>	<p style="text-align: right;">Page 101</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Move down to number 6 which says, "The demand</p> <p>3 side had the support of 2 large exports by</p> <p>4 USEM. One export in November 2002 of 200,000</p> <p>5 cases that were delivered in 4 weeks and</p> <p>6 another in March of 2003 of 240,000 cases</p> <p>7 delivered over a 4 week period."</p> <p>8       Were you aware before Rose Acre</p> <p>9 joined USEM, that USEM was making large</p> <p>10 exports of eggs?</p> <p>11       A.   I was aware that USEM exported</p> <p>12 eggs, yes.</p> <p>13       Q.   Large volumes?</p> <p>14       MR. MONICA: Objection.</p> <p>15       THE WITNESS: Well, I guess it</p> <p>16 depends on what you term as "large</p> <p>17 volumes."</p> <p>18 BY MR. MALYSIAK:</p> <p>19       Q.   Would 200,000 cases be a large</p> <p>20 volume?</p> <p>21       A.   It's less than a week's</p> <p>22 production of my eggs, but it's 200,000</p> <p>23 cases.</p> <p>24       Q.   Do you recall any discussion at</p> <p>25 UEP prior to your joining USEM as to whether</p>

<p style="text-align: right;">Page 102</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 USEM exports were impacting the domestic U.S.</p> <p>3 price for eggs?</p> <p>4 A. Could you repeat the question,</p> <p>5 please?</p> <p>6 Q. Let's restate it.</p> <p>7 Do you recall at any point</p> <p>8 between 2002 and when you joined USEM having</p> <p>9 a discussion with anyone at US -- UEP as to</p> <p>10 whether USEM exports were impacting the</p> <p>11 domestic price of eggs in the U.S.?</p> <p>12 A. No, I don't recall the</p> <p>13 discussions.</p> <p>14 - - -</p> <p>15 (Exhibit DAP-Hinton-13, UEP</p> <p>16 Marketing Committee May 10, 2004</p> <p>17 Washington, D.C., Bates CM00189887 -</p> <p>18 CM00189903, was marked for</p> <p>19 identification.)</p> <p>20 - - -</p> <p>21 BY MR. MALYSIAK:</p> <p>22 Q. Mr. Hinton, I'd like you to</p> <p>23 look at what's been marked as Exhibit 13.</p> <p>24 Exhibit 13 is a multipage document with</p> <p>25 production numbers CM00189887 through 903,</p>	<p style="text-align: right;">Page 104</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 that Eggs Products Price Discovery Committee?</p> <p>3 A. I don't remember.</p> <p>4 Q. Do you remember attending a</p> <p>5 meeting of an eggs products Price Discovery</p> <p>6 Committee?</p> <p>7 A. No, not particularly, not for</p> <p>8 egg products, no.</p> <p>9 - - -</p> <p>10 (Exhibit DAP-Hinton-16, Shell</p> <p>11 Egg Marketing Committee January 24,</p> <p>12 2005, Bates DAY0028896 - DAY0028925,</p> <p>13 was marked for identification.)</p> <p>14 - - -</p> <p>15 BY MR. MALYSIAK:</p> <p>16 Q. I'm going to move to the next</p> <p>17 exhibit which will be 16.</p> <p>18 - - -</p> <p>19 (A discussion off the record</p> <p>20 occurred.)</p> <p>21 - - -</p> <p>22 BY MR. MALYSIAK:</p> <p>23 Q. Exhibit 16 is a multipage</p> <p>24 exhibit with production numbers DAY0028896</p> <p>25 through 8925. The first page has a heading,</p>
<p style="text-align: right;">Page 103</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 and the first page has a heading "UEP</p> <p>3 Marketing Committee May 10, 2004, Washington,</p> <p>4 D.C."</p> <p>5 The second page has an agenda</p> <p>6 for that meeting and shows you as a committee</p> <p>7 member. I'm going to ask you about the page</p> <p>8 marked 891, about five -- page 5 of the</p> <p>9 document. This page reads, "Egg Products</p> <p>10 Price Discovery Committee," "UEA Further</p> <p>11 Processor members have requested that UEP</p> <p>12 establish a price discovery committee for egg</p> <p>13 products.</p> <p>14 "Dolph Baker, chairman of UEP's</p> <p>15 Price Discovery Committee, met with UEA</p> <p>16 members on April 27th and explained how the</p> <p>17 Shell Egg Price Discovery Committee has</p> <p>18 worked with the market reporter, over the</p> <p>19 past several years, in creating the best</p> <p>20 possible price discovery system. He will</p> <p>21 honor the UEA request and appoint the</p> <p>22 following UEP members to serve on the Egg</p> <p>23 Products Price Discovery Committee." And</p> <p>24 you're listed as one of the six.</p> <p>25 Do you recall being named to</p>	<p style="text-align: right;">Page 105</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 "Shell Egg Marketing Committee January 24,</p> <p>3 2005," shows 2005 committee members including</p> <p>4 Mr. Hinton. And then an agenda for the</p> <p>5 January 24, 2005, meeting in Atlanta, Georgia</p> <p>6 on page 2. I'm going to ask you about the</p> <p>7 minutes of the meeting, however, on the third</p> <p>8 page, "Shell Egg Marketing Committee</p> <p>9 October 20, 2004, New Orleans," which shows</p> <p>10 you being present.</p> <p>11 Do you remember being in a</p> <p>12 meeting of the Shell Egg Marketing Committee</p> <p>13 in New Orleans in October 2004?</p> <p>14 A. I don't remember the particular</p> <p>15 meeting, but I remember being in New Orleans.</p> <p>16 Q. On the next page which is 8899</p> <p>17 of the minutes of that meeting, there's a</p> <p>18 reference to area meeting recommendations.</p> <p>19 Do you recall what area meeting</p> <p>20 recommendations were at UEP?</p> <p>21 A. I know UEP holds area meetings.</p> <p>22 To my knowledge, I never attended any.</p> <p>23 Q. Under "Area Meeting</p> <p>24 Recommendations" on that page it says,</p> <p>25 "Gregory presented the following</p>

27 (Pages 102 - 105)

<p style="text-align: right;">Page 106</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 recommendations from area meetings:</p> <p>3 "1. Develop a program to</p> <p>4 reduce the flock by 5% with a goal of</p> <p>5 reducing the nation's flock size by 8 - 10</p> <p>6 million hens.</p> <p>7 "2. Animal Care Certified</p> <p>8 companies skip the cage space allowance of 61</p> <p>9 square inches and go directly to 64 square</p> <p>10 inches with chicks hatched after April 1,</p> <p>11 2005.</p> <p>12 "3. Animal Care Certified</p> <p>13 companies may not purchase eggs from</p> <p>14 non-certified companies for marketing in the</p> <p>15 shell egg market."</p> <p>16 The next paragraph says,</p> <p>17 "Gregory reported that a legal opinion had</p> <p>18 been requested from Irving Isaacson office on</p> <p>19 item #3." That would be animal care</p> <p>20 company -- companies may not purchase eggs</p> <p>21 from non-certified companies for marketing</p> <p>22 them with the shell egg market. The</p> <p>23 paragraph goes on, "Their office has written</p> <p>24 the following that could be acted upon: 'For</p> <p>25 the integrity of the Animal Care Certified</p>	<p style="text-align: right;">Page 108</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Under the next paragraph, it</p> <p>3 says, "Recommendation to Board:</p> <p>4 "MOTION: It was moved by</p> <p>5 Wicker and seconded by Schimpf to recommend</p> <p>6 to the Board a plan for hens currently</p> <p>7 scheduled for disposal between December 1,</p> <p>8 2004 and July 1, 2005 be disposed of 4 weeks</p> <p>9 early or reduce your flock size by 5%.</p> <p>10 (Carried.)"</p> <p>11 Did you -- do you remember</p> <p>12 participating in any discussion of that</p> <p>13 motion at a meeting you attended?</p> <p>14 A. No, I don't recall the</p> <p>15 discussion. And for Rose Acre's we would</p> <p>16 have never been for this because our</p> <p>17 policies, we don't do that because of our</p> <p>18 structure, because we have our own -- we have</p> <p>19 our own breeder flocks and hatchery and our</p> <p>20 own pullet growing facilities, so we would</p> <p>21 never be part of this, something like that</p> <p>22 because it wouldn't fit with our flock</p> <p>23 schedule and we would never do something like</p> <p>24 that.</p> <p>25 Q. Do you recall whether you voted</p>
<p style="text-align: right;">Page 107</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 program and to avoid the potential and</p> <p>3 significant problem of co-mingling certified</p> <p>4 and non-certified eggs, an Animal Care</p> <p>5 Certified company may only use eggs from</p> <p>6 their own production or purchase eggs from</p> <p>7 other Animal Care Certified companies or</p> <p>8 authorized Animal Care Certified marketers</p> <p>9 for consumer sales into the shell egg</p> <p>10 markets. Animal Care Certified companies</p> <p>11 that break eggs and sell at least some of</p> <p>12 their eggs into the further products markets</p> <p>13 may purchase eggs from non-Animal Care</p> <p>14 Certified companies or marketers for egg</p> <p>15 product sales so long as the certified and</p> <p>16 non-certified eggs are non co-mingled."</p> <p>17 It then says, "MOTION: It was</p> <p>18 moved by Osborne and seconded by Mooney to</p> <p>19 recommend the language recommended by</p> <p>20 Irving's office to the Animal Welfare</p> <p>21 Committee. (The motion was tabled)."</p> <p>22 Do you recall any discussion of</p> <p>23 that issue at a meeting you attended?</p> <p>24 A. I don't remember this</p> <p>25 particular discussion, no.</p>	<p style="text-align: right;">Page 109</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 on the motion?</p> <p>3 A. I don't recall. I wouldn't</p> <p>4 have the authority -- in my position with the</p> <p>5 company, I wouldn't have the authority to</p> <p>6 even vote on something like that.</p> <p>7 MR. MONICA: We promised you a</p> <p>8 break.</p> <p>9 VIDEOGRAPHER: We're off the</p> <p>10 record at 11:43.</p> <p>11 - - -</p> <p>12 (A recess was taken.)</p> <p>13 - - -</p> <p>14 VIDEOGRAPHER: We're back on the</p> <p>15 record at 12:09.</p> <p>16 - - -</p> <p>17 (Exhibit DAP-Hinton-17, UEP</p> <p>18 Board of Directors January 25, 2005</p> <p>19 Atlanta, GA Minutes, Bates DAY0028028</p> <p>20 - DAY0028035, was marked for</p> <p>21 identification.)</p> <p>22 - - -</p> <p>23 BY MR. MALYSIAK:</p> <p>24 Q. I'd like you to look at what</p> <p>25 has been marked as Hinton Deposition 17,</p>

28 (Pages 106 - 109)

<p style="text-align: right;">Page 110</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 multipage document with the production number</p> <p>3 DAY0028028 through 035 with the heading UEP</p> <p>4 Board of Directors January 25, 2005, Atlanta,</p> <p>5 Georgia Minutes.</p> <p>6 Mr. Hinton, do you recall under</p> <p>7 "Board Members and Staff," a Mr. Marcus Rust</p> <p>8 is named and then under "Members &amp; Guests"</p> <p>9 Greg Hinton is among the group named. Do you</p> <p>10 remember being at a UEP Board of Directors</p> <p>11 meeting January 25, 2005, in Atlanta,</p> <p>12 Georgia?</p> <p>13 A. 2005. I don't remember the</p> <p>14 exact meeting, but January -- as I stated</p> <p>15 before, that week in January I'm usually in</p> <p>16 Atlanta every year.</p> <p>17 Q. Under -- at the bottom of that</p> <p>18 page under "Chairman's Comments," it says,</p> <p>19 "Among the comments made by Chairman Deffner</p> <p>20 were the following: It was just a year ago</p> <p>21 that we met in this very hotel and were so</p> <p>22 full of optimism. All indicators were that</p> <p>23 we could sustain \$1.00 plus eggs for an</p> <p>24 extended period and the price structures for</p> <p>25 the next 18 months. (We took care of that).</p>	<p style="text-align: right;">Page 112</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 made their intentions known to either sell</p> <p>3 flocks early or reduce their flocks by 5%.</p> <p>4 He also reported that egg producers may need</p> <p>5 some help in finding a market for their spent</p> <p>6 hens and help from USDA would be requested.</p> <p>7 He also reported that Michael Sheats from</p> <p>8 USDA Market News had met with the committee</p> <p>9 and proposed some changes to the market</p> <p>10 reports currently being provided by Market</p> <p>11 News. Mooney submitted the following</p> <p>12 motions:"</p> <p>13 The second motion down I'm</p> <p>14 going to move to, "Motion: It was moved by</p> <p>15 Mooney and seconded by Dean to recommend that</p> <p>16 the current 'intentions program' for flocks</p> <p>17 to be disposed of 4 weeks earlier than</p> <p>18 previously scheduled and/or flock size</p> <p>19 reduction by 5% be extended through Labor</p> <p>20 Day. Carried."</p> <p>21 Do you remember that motion</p> <p>22 being made and voted upon at a meeting you</p> <p>23 attended?</p> <p>24 A. No, I don't recall that</p> <p>25 particular motion. As I stated earlier, that</p>
<p style="text-align: right;">Page 111</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 The market came full circle with prices from</p> <p>3 \$1.35 to 59 cents. We don't have to accept</p> <p>4 low prices and we can have a good 2005 if we</p> <p>5 just make a few changes and work together.</p> <p>6 We sell ourselves short by spending a great</p> <p>7 deal of time talking about the negatives.</p> <p>8 Year-end flock size was actually less than</p> <p>9 forecast but still a problem. The Economic</p> <p>10 Summit highlighted some of the problems and</p> <p>11 more of you have already reacted in a</p> <p>12 positive manner. We need more of you to</p> <p>13 participate in a positive change. Thanks to</p> <p>14 those that have prepaid your 2005 dues and</p> <p>15 assessments."</p> <p>16 Do you recall Mr. Deffner</p> <p>17 making those comments at a meeting you</p> <p>18 attended in Atlanta in January 2005?</p> <p>19 A. No, I don't.</p> <p>20 Q. The next page, down at the</p> <p>21 "Marketing Committee Report" paragraph, it</p> <p>22 says, "Wayne Mooney presented the committee</p> <p>23 report and called upon Gene Gregory to review</p> <p>24 a number of industry statistics. Mooney</p> <p>25 reported on the number of companies that have</p>	<p style="text-align: right;">Page 113</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 wouldn't be consistent with what Rose Acre's</p> <p>3 policy is.</p> <p>4 Q. When such a motion was made at</p> <p>5 a meeting you attended, did you say anything</p> <p>6 about it?</p> <p>7 A. I don't recall. I would never</p> <p>8 vote for it.</p> <p>9 Q. How about Mr. Rust, he was</p> <p>10 listed as being at this meeting, do you</p> <p>11 recall him saying anything about it at this</p> <p>12 meeting?</p> <p>13 A. I don't recall at this meeting,</p> <p>14 no.</p> <p>15 - - -</p> <p>16 (Exhibit DAP-Hinton-25, United</p> <p>17 Egg Association Further Processors</p> <p>18 Division Meeting Minutes - April 23,</p> <p>19 2007 Las Vegas, Nevada, Bates</p> <p>20 UE0902043 &amp; UE0902044, was marked for</p> <p>21 identification.)</p> <p>22 - - -</p> <p>23 BY MR. MALYSIAK:</p> <p>24 Q. I'm going to move to Hinton</p> <p>25 Deposition Exhibit 25. It's a two-page</p>

<p style="text-align: right;">Page 114</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 document with production number -- numbers</p> <p>3 UE0902043 to 44, heading, "United Egg</p> <p>4 Association Further Processors Division</p> <p>5 Meeting Minutes - April 23, 2007, Las Vegas,</p> <p>6 Nevada." And among the attendees it shows</p> <p>7 Mr. Hinton.</p> <p>8 Down on the paragraph says,</p> <p>9 "Election of Treasurer," it refers to</p> <p>10 Chairman Hinton.</p> <p>11 Do you remember attending this</p> <p>12 meeting of the Further Processors Division of</p> <p>13 the United Egg Association in April 2007 in</p> <p>14 Las Vegas?</p> <p>15 A. I don't remember the particular</p> <p>16 meeting, no, but that's -- that time of the</p> <p>17 year I'm in Las Vegas for the Urner Barry</p> <p>18 conference.</p> <p>19 Q. Do you recall what this Further</p> <p>20 Processors Division purpose was?</p> <p>21 A. Further Processors, that's</p> <p>22 United Egg Association.</p> <p>23 Q. Yes.</p> <p>24 A. It's United Egg Association.</p> <p>25 Q. Previously -- you previously</p>	<p style="text-align: right;">Page 116</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 with ADF.</p> <p>3 Q. What is that?</p> <p>4 A. American Dehydrated Foods.</p> <p>5 Dana Persson, Dana, at that time he was with</p> <p>6 Golden Oval Foods.</p> <p>7 Q. Golden Oval?</p> <p>8 A. Yes. Dave Cisneros. Dave has</p> <p>9 worked for several companies. I don't --</p> <p>10 2007, I'm not sure, he might have been with</p> <p>11 Sparboe then. I'm not positive.</p> <p>12 Jim Hull, he's with American</p> <p>13 Egg Products.</p> <p>14 Danny Sullivan, I don't</p> <p>15 remember.</p> <p>16 Arthur Papetti, Papetti Egg.</p> <p>17 Mike McGriff, he was -- I</p> <p>18 believe he was staff at UEP then.</p> <p>19 Mick Pollock, I don't recall.</p> <p>20 Beth Schnell, she was with</p> <p>21 Sparboe.</p> <p>22 Randy Green, he was with UEP.</p> <p>23 Rob Harrington, he might have</p> <p>24 been with Primary Egg then, I'm not positive.</p> <p>25 But he's been with Primary Egg.</p>
<p style="text-align: right;">Page 115</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 discussed your role in United Egg</p> <p>3 Association, that's what you're referring to?</p> <p>4 A. Yes.</p> <p>5 Q. Do you know what Further</p> <p>6 Processors means in this context?</p> <p>7 A. Well, Further Processor would</p> <p>8 be an egg breaker, and I would -- if I -- in</p> <p>9 my company, that would be an egg breaker.</p> <p>10 Q. By "egg breaker," you mean</p> <p>11 what?</p> <p>12 A. Somebody that breaks eggs.</p> <p>13 That's what I would call a Further Processor,</p> <p>14 somebody that breaks eggs.</p> <p>15 Q. And then uses the --</p> <p>16 A. Produces liquid eggs or dry</p> <p>17 frozen egg products.</p> <p>18 Q. Can you identify by company the</p> <p>19 attendees?</p> <p>20 A. I can certainly try.</p> <p>21 Q. Sure.</p> <p>22 A. You want me to start and go</p> <p>23 down?</p> <p>24 Q. Yes.</p> <p>25 A. Okay. George Attwood, he is</p>	<p style="text-align: right;">Page 117</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Jeff Cutler -- 2007. 2007,</p> <p>3 Jeff -- Jeff Cutler works for Rose Acre's</p> <p>4 today. That's around, I believe, when he</p> <p>5 started with us. If not, he was still</p> <p>6 working for Moark or Golden Oval. They</p> <p>7 combined companies, so I'm not sure exactly.</p> <p>8 Scott Hennehe, I don't</p> <p>9 remember.</p> <p>10 Mark Mello, I don't remember.</p> <p>11 There's Dave again. I guess he</p> <p>12 was there twice. That was pretty good. So</p> <p>13 we've talked about Dave.</p> <p>14 Michael Gibber, he was with</p> <p>15 Deb-El.</p> <p>16 Chad Gregory with UEP.</p> <p>17 Toby Catherman would have been</p> <p>18 with Michael Foods.</p> <p>19 Myself.</p> <p>20 Chris Salisbury, don't know.</p> <p>21 Don't remember.</p> <p>22 Bill Bloyer, don't remember.</p> <p>23 Norm Stocker would have been</p> <p>24 with Cargill Sunny Fresh.</p> <p>25 Brian Hayward was with Crystal</p>



<p style="text-align: right;">Page 118</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Lake.</p> <p>3 Craig Morris, USDA.</p> <p>4 Terry Pollard -- '07, Terry may</p> <p>5 have been with Diversey, a chemical supplier</p> <p>6 that was a vendor for UEP.</p> <p>7 Elliot Gibber, Deb-El.</p> <p>8 Mike Sheats, USDA.</p> <p>9 Gene Gregory, UEP.</p> <p>10 Howard Magwire, UEP.</p> <p>11 And Randy Pesciotta, Urner</p> <p>12 Barry.</p> <p>13 Q. Do you have any memory of this</p> <p>14 meeting as to what was discussed?</p> <p>15 A. No, I don't.</p> <p>16 Q. Much earlier today you referred</p> <p>17 to a customer of yours called Dutch Farms.</p> <p>18 A. Yes.</p> <p>19 Q. What's the nature of that</p> <p>20 company?</p> <p>21 A. They're a distributor in</p> <p>22 Chicago, Illinois.</p> <p>23 Q. Food distributor?</p> <p>24 A. Yes. As far as -- well, I</p> <p>25 don't know if they sell other products</p>	<p style="text-align: right;">Page 120</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 prices have had the largest impact on our</p> <p>3 cost of production. Also complying with the</p> <p>4 new UEP Animal Care Certified guidelines has</p> <p>5 caused a decrease in our overall bird numbers</p> <p>6 and resulted in an increase in production</p> <p>7 costs. Under the UEP guidelines we have went</p> <p>8 from 48 square inches per bird when the</p> <p>9 program began to the current 64 square inches</p> <p>10 per bird. By April of 2008 we have to</p> <p>11 increase to the final number of 67 square</p> <p>12 inches per bird."</p> <p>13 When you were saying here that</p> <p>14 "...complying with the...UEP Animal Care</p> <p>15 Certified guidelines has caused a decrease in</p> <p>16 our overall bird numbers and resulted in an</p> <p>17 increase in production costs," were you</p> <p>18 referring to Rose Acre's bird numbers and</p> <p>19 production costs?</p> <p>20 MR. MONICA: Objection. You may</p> <p>21 answer.</p> <p>22 THE WITNESS: Yes.</p> <p>23 MR. MALYSIAK: That's all I have</p> <p>24 at this time. Lunch?</p> <p>25 MR. MONICA: Lunch, yes.</p>
<p style="text-align: right;">Page 119</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 besides food, but they are a food</p> <p>3 distributor, correct.</p> <p>4 - - -</p> <p>5 (Exhibit DAP-Hinton-29, 5/30/07</p> <p>6 Letter, Bates KRA00026658 -</p> <p>7 KRA00026663, was marked for</p> <p>8 identification.)</p> <p>9 - - -</p> <p>10 BY MR. MALYSIAK:</p> <p>11 Q. I'd like you to look at what</p> <p>12 has been marked as Deposition Exhibit 29.</p> <p>13 This is a multipage document with production</p> <p>14 numbers KRA00026658 through 26663. The first</p> <p>15 page is a letter from Mr. Hinton to John</p> <p>16 Gregorich at Kraft Foods on the Rose Acre</p> <p>17 letterhead, dated May 30, 2007.</p> <p>18 Mr. Hinton, do you recall</p> <p>19 sending this letter to Mr. Gregorich?</p> <p>20 A. I don't recall exactly sending</p> <p>21 the letter, but this is my letter, yes.</p> <p>22 Q. The second paragraph of your</p> <p>23 letter says, "Since our last contract began</p> <p>24 in 2005 there have been many changes in the</p> <p>25 cost of producing eggs. The rising feed</p>	<p style="text-align: right;">Page 121</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 MR. MALYSIAK: Lunch, okay.</p> <p>3 Take lunch.</p> <p>4 VIDEOGRAPHER: Off the record at</p> <p>5 12:26.</p> <p>6 - - -</p> <p>7 (A recess was taken.)</p> <p>8 - - -</p> <p>9 VIDEOGRAPHER: We're back on the</p> <p>10 record at 1:22.</p> <p>11 - - -</p> <p>12 EXAMINATION</p> <p>13 - - -</p> <p>14 BY MR. ALLEN:</p> <p>15 Q. Good afternoon, Mr. Hinton. My</p> <p>16 name is Matt Allen, I'm a lawyer for the</p> <p>17 Direct Purchaser Class.</p> <p>18 A. Hi, Matt.</p> <p>19 Q. Did you prepare for your</p> <p>20 deposition, Mr. Hinton?</p> <p>21 A. For today?</p> <p>22 Q. Yes.</p> <p>23 A. I didn't prepare specifically</p> <p>24 for today's deposition, no.</p> <p>25 Q. You didn't meet with your</p>



<p style="text-align: right;">Page 122</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 lawyers to review documents in preparation</p> <p>3 for this deposition?</p> <p>4 A. I reviewed a notice, there was</p> <p>5 one document that I was shown by my lawyers.</p> <p>6 Q. Where did that happen?</p> <p>7 A. It happened in my office the</p> <p>8 first time -- well, actually the document --</p> <p>9 it was my office or the Rose Acre office a</p> <p>10 month or two ago, and then yesterday in this</p> <p>11 office.</p> <p>12 Q. How many days did you prepare</p> <p>13 total?</p> <p>14 A. I told you for this deposition</p> <p>15 I didn't.</p> <p>16 Q. So that was the extent of your</p> <p>17 preparation, a review of a document yesterday</p> <p>18 in this office and then a review of a</p> <p>19 document in Indiana?</p> <p>20 A. It was -- yes, it was the</p> <p>21 notice that I was going to be giving a</p> <p>22 deposition.</p> <p>23 Q. Do you remember doing some work</p> <p>24 to help set up Certified Egg Products, Inc.?</p> <p>25 A. Yes.</p>	<p style="text-align: right;">Page 124</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. I remember going to Salt Lake</p> <p>3 City, Utah. And I believe one time, I</p> <p>4 believe it was in Denver.</p> <p>5 Q. So do you remember going to</p> <p>6 more than two meetings or were those the only</p> <p>7 two?</p> <p>8 A. No, we went -- I went to Salt</p> <p>9 Lake more than once. I don't remember how</p> <p>10 many times. But I know it was more than</p> <p>11 once.</p> <p>12 Q. Do you remember if you attended</p> <p>13 any Board of Director meetings?</p> <p>14 A. Well, at the meetings I</p> <p>15 attended, the members, the Board would have</p> <p>16 been at those meetings.</p> <p>17 Q. Do you remember who was on the</p> <p>18 Board?</p> <p>19 A. Somebody from each company that</p> <p>20 was a member, as I recall, which -- you want</p> <p>21 to know some of the companies?</p> <p>22 Q. Sure, that would be great.</p> <p>23 A. We were on, Rose Acre's.</p> <p>24 Crystal Lake, Willamette.</p> <p>25 Q. I'm sorry?</p>
<p style="text-align: right;">Page 123</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. When did you start doing that</p> <p>3 work?</p> <p>4 A. I don't remember.</p> <p>5 Q. Were you ever an actual</p> <p>6 employee of Certified Egg Products or did you</p> <p>7 work on Certified Egg Products as a Rose Acre</p> <p>8 employee?</p> <p>9 A. I was never an employee of</p> <p>10 Certified Egg Products.</p> <p>11 Q. What type of work did you do on</p> <p>12 Certified Egg Products?</p> <p>13 A. I, as I recall, gathered some</p> <p>14 information about the different products that</p> <p>15 members produced, and some work with a</p> <p>16 product logo.</p> <p>17 Q. Is that the extent of your work</p> <p>18 on the company?</p> <p>19 A. I attended -- I attended some</p> <p>20 meetings of Certified Egg Products.</p> <p>21 Q. What type of meetings?</p> <p>22 A. Meetings with the members of</p> <p>23 Certified Egg Products.</p> <p>24 Q. Do you remember where they</p> <p>25 were?</p>	<p style="text-align: right;">Page 125</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Willamette.</p> <p>3 Q. How do you spell that?</p> <p>4 A. W-I-L-L-A-M-E-T-T-E, I believe.</p> <p>5 NuCal, I guess it was called, I say NuCal,</p> <p>6 they had a division Newegg is their products</p> <p>7 for NuCal. They had a -- I think Newegg was</p> <p>8 their egg products. Wabash Valley Produce.</p> <p>9 National Egg. I believe American Egg</p> <p>10 Products. They're the ones I can think of.</p> <p>11 There may have been some others, I'd have to</p> <p>12 look at records to see that.</p> <p>13 Q. Okay. What was the purpose of</p> <p>14 the organization?</p> <p>15 A. The purpose was to bring</p> <p>16 different egg products companies together</p> <p>17 to -- that had -- each one of the companies</p> <p>18 may have produced a different egg product.</p> <p>19 Some had similar, some had different products</p> <p>20 than the other members and it was to bring</p> <p>21 the different companies together with their</p> <p>22 particular products to combine those products</p> <p>23 to be able to go out to national food service</p> <p>24 companies to offer them a wide variety</p> <p>25 because individually on our own, the</p>

<p style="text-align: right;">Page 126</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 different members did not have the variety of</p> <p>3 products needed to service the customers on a</p> <p>4 national basis. So together, we could -- the</p> <p>5 thought was, was to have the companies offer</p> <p>6 the wide variety that the customers</p> <p>7 ultimately were demanding or requesting for</p> <p>8 their -- you know, for their needs.</p> <p>9 Q. That includes shell eggs?</p> <p>10 A. No. The focus was purely on</p> <p>11 egg products.</p> <p>12 Q. What does egg products consist</p> <p>13 of or include?</p> <p>14 A. Egg products would be liquid,</p> <p>15 frozen and dried eggs in different varieties.</p> <p>16 Q. Whose idea was it to form</p> <p>17 Certified Egg Products?</p> <p>18 A. I don't know for sure.</p> <p>19 - - -</p> <p>20 (Exhibit 33, Certified Egg</p> <p>21 Products, Inc. Information Release,</p> <p>22 Bates RA0014219, was marked for</p> <p>23 identification.)</p> <p>24 - - -</p> <p>25 BY MR. ALLEN:</p>	<p style="text-align: right;">Page 128</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 LLC of Atwood, Indiana; Hickman's Family</p> <p>3 Farms of Buckeye, Arizona; Layers, Inc. of</p> <p>4 Dubois, Indiana; National Food Corporation of</p> <p>5 Everett, Washington; Rose Acre Farms of</p> <p>6 Seymour, Indiana; and Willamette Egg Farms of</p> <p>7 Canby, Oregon."</p> <p>8 Did I read that correctly?</p> <p>9 A. Yes.</p> <p>10 Q. You said that eventually there</p> <p>11 were some other members. Correct?</p> <p>12 MR. MONICA: Objection.</p> <p>13 BY MR. ALLEN:</p> <p>14 Q. You mentioned Crystal Lake as a</p> <p>15 member of Certified Egg Products at some</p> <p>16 point?</p> <p>17 A. I said Crystal Lake, but that's</p> <p>18 Creighton Brothers. There's some companies I</p> <p>19 can refer to them by multiple names.</p> <p>20 Q. Okay.</p> <p>21 A. Same thing for Layers,</p> <p>22 Incorporated, DuBois, I called them Wabash</p> <p>23 Valley, so it's the same company.</p> <p>24 Q. Are there any on the list that</p> <p>25 you gave me a minute ago that aren't on this</p>
<p style="text-align: right;">Page 127</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. I'm handing you what's been</p> <p>3 marked as Exhibit 3 -- 33, I'm sorry, which</p> <p>4 is a document entitled, "CERTIFIED EGG</p> <p>5 PRODUCTS, INC. INFORMATION RELEASE," Bates</p> <p>6 number RA0014219.</p> <p>7 Do you recognize this document,</p> <p>8 Mr. Hinton?</p> <p>9 A. I don't necessarily -- I don't</p> <p>10 remember the document.</p> <p>11 Q. Do you agree that it appears to</p> <p>12 be a press release for Certified Eggs</p> <p>13 Products -- Certified Egg Products?</p> <p>14 A. It's an -- it says it's an</p> <p>15 information release for Certified Egg</p> <p>16 Products, Incorporated.</p> <p>17 Q. So you don't know whether this</p> <p>18 was ever sent out?</p> <p>19 A. Sent out to who?</p> <p>20 Q. Anyone.</p> <p>21 A. I don't know for sure who would</p> <p>22 have received it, no.</p> <p>23 Q. In the first paragraph it says,</p> <p>24 "The cooperative is national in scope and has</p> <p>25 as its founding members Creighton Brothers,</p>	<p style="text-align: right;">Page 129</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 list?</p> <p>3 A. I believe the one I gave that I</p> <p>4 recalled was NuCal or New -- I called them</p> <p>5 NuCal or Newegg. I think the rest of them</p> <p>6 here, I forgot, I left off, I didn't mention</p> <p>7 Hickman's that's on here, so...</p> <p>8 Q. This document also shows that</p> <p>9 Marcus Rust of Rose Acre was the Chairman of</p> <p>10 the Board of CEP. Correct?</p> <p>11 A. Yes.</p> <p>12 Q. Was Mr. Rust the chairman since</p> <p>13 the inception of the CEP? And just for the</p> <p>14 record, when I say CEP, I'm referring to</p> <p>15 Certified Egg Products. Is that okay?</p> <p>16 A. That you refer to them as CEP?</p> <p>17 Q. You understand what I mean?</p> <p>18 A. I understand that. That's</p> <p>19 fine.</p> <p>20 I don't remember exactly when</p> <p>21 Marcus made chairman, but I don't remember</p> <p>22 that there was any other chairman besides</p> <p>23 Marcus.</p> <p>24 Q. In the second paragraph it</p> <p>25 says, "The Cooperative will assemble the</p>

<p style="text-align: right;">Page 130</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 products from its members enabling them to</p> <p>3 provide a full line of UEP certified egg</p> <p>4 products to customers."</p> <p>5 Do you see that?</p> <p>6 A. Yes.</p> <p>7 Q. Was that the plan, the CEP</p> <p>8 members would ship their products to some</p> <p>9 local or some centralized office of the</p> <p>10 cooperative and the office would sell those</p> <p>11 products?</p> <p>12 MR. MONICA: Objection.</p> <p>13 THE WITNESS: No.</p> <p>14 BY MR. ALLEN:</p> <p>15 Q. How did it work?</p> <p>16 A. Well, we never saw the product,</p> <p>17 so it didn't really work.</p> <p>18 Q. Do you know what the plan was?</p> <p>19 A. That the member, as far as</p> <p>20 distribution of products, if we actually ever</p> <p>21 did distribute products, that the members</p> <p>22 would produce the product that -- their</p> <p>23 product that they was able to produce and</p> <p>24 ship it to the customers.</p> <p>25 Q. Directly?</p>	<p style="text-align: right;">Page 132</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 was -- that's how the name came up, Certified</p> <p>3 Egg Products.</p> <p>4 Q. Did the UEP, as far as you</p> <p>5 know, ever sell its members eggs?</p> <p>6 A. You just asked me if UEP --</p> <p>7 Q. Yes.</p> <p>8 A. -- United Egg Producers?</p> <p>9 Q. Yes. I'm sorry. Yes.</p> <p>10 MR. MONICA: Sold CEP's eggs?</p> <p>11 BY MR. ALLEN:</p> <p>12 Q. Sold its members. I'm sorry.</p> <p>13 A. You might want to --</p> <p>14 Q. So what I'm referring to, if</p> <p>15 we've got too many acronyms floating around</p> <p>16 let me know.</p> <p>17 A. You changed gears.</p> <p>18 Q. I did. So CEP, Certified Egg</p> <p>19 Products and UEP, United Egg Producers. Is</p> <p>20 that okay?</p> <p>21 A. Sure.</p> <p>22 Q. Do you know if the UEP ever</p> <p>23 sold its members eggs or egg products?</p> <p>24 A. UEP. I don't remember exactly</p> <p>25 how it worked, but UEP -- I think there was a</p>
<p style="text-align: right;">Page 131</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. From their -- yes.</p> <p>3 Q. What was the cooperative's role</p> <p>4 in that going to be in that process, selling</p> <p>5 the products from the members to the end</p> <p>6 customers?</p> <p>7 A. What's the question, I'm sorry?</p> <p>8 Q. What role was the cooperative</p> <p>9 going to play in that process?</p> <p>10 A. The cooperative would have</p> <p>11 facilitated the postproduction and sales of</p> <p>12 the products.</p> <p>13 Q. So the plan was for the co-op</p> <p>14 to be actively involved in selling its</p> <p>15 members products?</p> <p>16 MR. MONICA: Objection.</p> <p>17 THE WITNESS: The products that</p> <p>18 the cooperative would have been</p> <p>19 working on, yes.</p> <p>20 BY MR. ALLEN:</p> <p>21 Q. Did you say the plan was for</p> <p>22 the CEP only to sell egg products and not</p> <p>23 shell eggs?</p> <p>24 A. As I recall it was -- the focus</p> <p>25 was on egg products. That's why the name</p>	<p style="text-align: right;">Page 133</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 period of time UEP may have traded in eggs.</p> <p>3 Q. Do you know when that was?</p> <p>4 A. No, I don't.</p> <p>5 Q. Do you know did it trade in its</p> <p>6 members' eggs?</p> <p>7 A. I don't know. I don't</p> <p>8 remember.</p> <p>9 Q. What do you mean when you say</p> <p>10 trade in?</p> <p>11 A. Well, UEP, the management in</p> <p>12 UEP worked with exports for the USEM.</p> <p>13 Q. Do you remember whether the UEP</p> <p>14 ever sold Rose Acre's eggs?</p> <p>15 A. US -- through USEM Rose Acre's</p> <p>16 eggs were sold.</p> <p>17 Q. Other than through USEM, did</p> <p>18 the UEP ever sell Rose Acre's eggs?</p> <p>19 A. Not that I remember.</p> <p>20 Q. Do you know whether CEP ever</p> <p>21 sought any sort of formal affiliation with</p> <p>22 the UEP?</p> <p>23 MR. MONICA: Objection.</p> <p>24 THE WITNESS: What are you -- I</p> <p>25 guess could you explain the question,</p>

34 (Pages 130 - 133)

<p style="text-align: right;">Page 134</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 please?</p> <p>3 BY MR. ALLEN:</p> <p>4 Q. Yeah, I'm wondering if</p> <p>5 Certified Egg Products ever sought some sort</p> <p>6 of formal relationship with United Egg</p> <p>7 Producers?</p> <p>8 A. No, not that I recall.</p> <p>9 - - -</p> <p>10 (Exhibit 34, Certified Egg</p> <p>11 Products, Inc. Agreement, Bates</p> <p>12 RA0010549 &amp; RA0010550, was marked for</p> <p>13 identification.)</p> <p>14 - - -</p> <p>15 BY MR. ALLEN:</p> <p>16 Q. Mr. Hinton, I'm handing you</p> <p>17 what's been marked Exhibit 34 for purposes of</p> <p>18 this deposition. It's a document entitled,</p> <p>19 "CERTIFIED EGG PRODUCTS, INC. AGREEMENT." It</p> <p>20 was produced by Rose Acre in this litigation.</p> <p>21 Bates number RA0010549.</p> <p>22 Do you recognize this document,</p> <p>23 Mr. Hinton?</p> <p>24 A. I'm aware of this document,</p> <p>25 yes.</p>	<p style="text-align: right;">Page 136</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 from antitrust laws in the United States is</p> <p>3 predicated upon the fact that Certified and</p> <p>4 its members are producer organizations and</p> <p>5 that they do not include parties who are not</p> <p>6 producers, such as salesmen, brokers or</p> <p>7 others involved in packing, sales, marketing</p> <p>8 and distribution for parties not members of</p> <p>9 Certified."</p> <p>10 Did I read that correctly?</p> <p>11 A. Yes, you did.</p> <p>12 Q. When you were working on</p> <p>13 Certified Egg Products, was it your</p> <p>14 understanding to be a Capper -- a valid</p> <p>15 Capper-Volstead cooperative, all CEP members</p> <p>16 had to be producer organizations?</p> <p>17 MR. MONICA: Objection. Calls</p> <p>18 for legal conclusion. Also vague and</p> <p>19 ambiguous. You can answer if you</p> <p>20 want, or if you can.</p> <p>21 THE WITNESS: It was my</p> <p>22 understanding that under the</p> <p>23 Capper-Volstead, we would -- you had</p> <p>24 to be a producer, yes.</p> <p>25 BY MR. ALLEN:</p>
<p style="text-align: right;">Page 135</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Do you know what this agreement</p> <p>3 was used for? Feel free to read it if you</p> <p>4 would like to refresh yourself.</p> <p>5 A. That was something else.</p> <p>6 No, I don't. I don't remember</p> <p>7 exactly what it's -- I mean, reading it, it</p> <p>8 talks about having to consult and being able</p> <p>9 to attend Certified Egg Products meetings,</p> <p>10 but I don't -- I can't remember right now</p> <p>11 exactly who this was for.</p> <p>12 Q. Okay.</p> <p>13 A. When you first showed it to me,</p> <p>14 I thought it was the agreement when we joined</p> <p>15 Certified, but it's not that.</p> <p>16 Q. So the second paragraph it</p> <p>17 says, "WHEREAS, Certified has been organized</p> <p>18 as a Capper-Volstead cooperative of egg</p> <p>19 producers or cooperatives of egg</p> <p>20 producers..."</p> <p>21 Do you see that?</p> <p>22 A. Yes.</p> <p>23 Q. And then further down in</p> <p>24 paragraph number 4, it says, "The parties</p> <p>25 understand that Capper-Volstead protection</p>	<p style="text-align: right;">Page 137</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Was the CEP diligent in making</p> <p>3 sure that all of its members were producers?</p> <p>4 MR. MONICA: Objection. You can</p> <p>5 answer.</p> <p>6 THE WITNESS: That I can recall,</p> <p>7 Randon Wilson, who was our counsel,</p> <p>8 was very diligent.</p> <p>9 BY MR. ALLEN:</p> <p>10 Q. What did the CEP do to make</p> <p>11 sure that its members were producers?</p> <p>12 MR. MONICA: Objection.</p> <p>13 THE WITNESS: As I recall,</p> <p>14 Randon Wilson personally reviewed each</p> <p>15 member.</p> <p>16 BY MR. ALLEN:</p> <p>17 Q. Do you know whether the CEP</p> <p>18 sent out a survey asking members about their</p> <p>19 companies?</p> <p>20 A. What do you mean by "survey"?</p> <p>21 Q. Well, actually I'm wondering if</p> <p>22 they sent out, if CEP sent out a survey</p> <p>23 asking prospective CEP members about their</p> <p>24 company generally to make sure they were</p> <p>25 producers?</p>

35 (Pages 134 - 137)

<p style="text-align: right;">Page 138</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. As I said, to my -- that I</p> <p>3 can -- I thought you were going to say</p> <p>4 something.</p> <p>5 MR. MONICA: No, no, no. Go</p> <p>6 ahead.</p> <p>7 THE WITNESS: That I can</p> <p>8 remember, as I already stated, Randon</p> <p>9 Wilson checked, talked and reviewed</p> <p>10 each member in CEP.</p> <p>11 BY MR. ALLEN:</p> <p>12 Q. Did you do anything personally</p> <p>13 to help ensure that potential CEP members</p> <p>14 were producers?</p> <p>15 A. That wasn't my job.</p> <p>16 Q. Do you know whether Marcus Rust</p> <p>17 was involved in that process?</p> <p>18 MR. MONICA: Objection.</p> <p>19 THE WITNESS: As far as I know,</p> <p>20 Randon Wilson did all that. He made</p> <p>21 sure. It was Randon's job to do.</p> <p>22 BY MR. ALLEN:</p> <p>23 Q. I'd like to ask you a few more</p> <p>24 questions about your time with the United Egg</p> <p>25 Association.</p>	<p style="text-align: right;">Page 140</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Punishment.</p> <p>3 A. Call it what you will. That's</p> <p>4 kind of what I recall. Maybe.</p> <p>5 Q. So you were the vice chairman</p> <p>6 and also chairman at one point. Correct?</p> <p>7 A. As the document showed earlier,</p> <p>8 I was vice chairman, the chairman resigned</p> <p>9 and I was appointed chairman.</p> <p>10 Q. What were your responsibilities</p> <p>11 as chairman of the UEA?</p> <p>12 A. To preside over the meetings</p> <p>13 when I was chairman.</p> <p>14 Q. Anything else?</p> <p>15 A. Not really.</p> <p>16 Q. How many meetings did the UEA</p> <p>17 have a year?</p> <p>18 A. There might have been two or</p> <p>19 three.</p> <p>20 Q. Did you usually attend the</p> <p>21 meetings?</p> <p>22 A. When I was chairman I did.</p> <p>23 Q. Were you the only Rose Acre</p> <p>24 representative?</p> <p>25 A. No.</p>
<p style="text-align: right;">Page 139</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Okay.</p> <p>3 Q. If it's okay, we'll add one</p> <p>4 more acronym here, the UEA.</p> <p>5 A. I usually call it that.</p> <p>6 Q. Okay. How long were you Rose</p> <p>7 Acre's representative with the UEA?</p> <p>8 A. I don't recall how many years.</p> <p>9 Q. Was it multiple years?</p> <p>10 A. Yes.</p> <p>11 Q. Do you remember how long you</p> <p>12 were Rose Acre's representative before you</p> <p>13 were the chairman?</p> <p>14 A. No, I don't.</p> <p>15 Q. Do you know whether it was</p> <p>16 multiple years?</p> <p>17 A. I don't remember how many years</p> <p>18 for sure.</p> <p>19 Q. Was it normal, based on what</p> <p>20 you remember, to appoint someone as the</p> <p>21 chairman who hadn't been with the</p> <p>22 organization for very long?</p> <p>23 A. I think I missed the meeting</p> <p>24 and I got -- found out that I missed the</p> <p>25 meeting I was made vice chairman.</p>	<p style="text-align: right;">Page 141</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. There were other Rose Acre</p> <p>3 representatives to the UEA?</p> <p>4 A. Yes.</p> <p>5 Q. Who were they?</p> <p>6 A. Victor Rigterink.</p> <p>7 Q. Rigterink?</p> <p>8 A. Rigterink.</p> <p>9 Q. Can you spell that?</p> <p>10 A. R-I-G -- R-I-G-T-E-R-I-N-K.</p> <p>11 Larry McBee, M-C big B-E-E, capital B.</p> <p>12 Sorry. Jeff -- well, 2008. Just to the</p> <p>13 period till 2008 or -- well, Jeff Cutler.</p> <p>14 Jeff Cutler.</p> <p>15 Q. When was -- were these guys</p> <p>16 representative -- Rose Acre representatives</p> <p>17 to the UEA between 2000 and 2008?</p> <p>18 A. I believe Jeff, that would have</p> <p>19 been about Jeff's first time. Because</p> <p>20 earlier we discussed, I mentioned Jeff Cutler</p> <p>21 in one of the other minutes and I was trying</p> <p>22 to decide what actual date he started with</p> <p>23 Rose Acre's. It was in that time frame. I</p> <p>24 believe in 2008 Jeff would have been a</p> <p>25 representative of UEA for Rose Acre's.</p>

<p style="text-align: right;">Page 142</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. And Victor and Larry came</p> <p>3 before Jeff?</p> <p>4 A. Yes. And Victor still works</p> <p>5 for us, Larry no longer does. But Victor</p> <p>6 would have been -- that I can remember,</p> <p>7 Victor probably went to meetings before I</p> <p>8 did.</p> <p>9 Q. How many Rose Acre</p> <p>10 representatives were there at any given time?</p> <p>11 A. Two or three sometimes. I</p> <p>12 think Todd Vogel might have attended a</p> <p>13 meeting before, but not on a regular basis.</p> <p>14 More -- on a regular basis would have been</p> <p>15 Victor, Larry, myself and now Jeff would have</p> <p>16 been the ones I can recall.</p> <p>17 Q. So typically between whenever</p> <p>18 you guys, whenever Rose Acre joined the UEA</p> <p>19 until 2008, there were generally around four</p> <p>20 Rose Acre representatives?</p> <p>21 MR. MONICA: Objection.</p> <p>22 THE WITNESS: No. I said two,</p> <p>23 maybe three, two or three that would</p> <p>24 have attended meetings.</p> <p>25 BY MR. ALLEN:</p>	<p style="text-align: right;">Page 144</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. It would be companies that</p> <p>3 produce breaking equipment. They may have</p> <p>4 soap companies possibly, supply vendors that</p> <p>5 would --</p> <p>6 Q. I'm sorry, did you say soap?</p> <p>7 A. Soap, detergent that you wash</p> <p>8 the eggs in. Chemicals, chemical companies,</p> <p>9 equipment chemical companies. Like that.</p> <p>10 Companies that would supply goods or services</p> <p>11 to egg product companies.</p> <p>12 Q. Okay. And they would be in the</p> <p>13 Allied Division?</p> <p>14 A. Yes.</p> <p>15 Q. And then the other division,</p> <p>16 just the general UEA consisted of what type</p> <p>17 of companies?</p> <p>18 A. Egg breaking companies.</p> <p>19 Q. Egg breaking companies. Is an</p> <p>20 egg breaking company any company that breaks</p> <p>21 eggs? Would they fall within that second</p> <p>22 division of the UEA?</p> <p>23 A. In my mind they would, yes.</p> <p>24 Q. So that's the division that</p> <p>25 Rose Acre fell into in the UEA, the Egg</p>
<p style="text-align: right;">Page 143</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Two or three?</p> <p>3 A. Yes.</p> <p>4 Q. Was the UEA broken into three</p> <p>5 divisions, the Further Processors, Producers</p> <p>6 and Packers, and Allied Industries?</p> <p>7 A. I don't know about producer</p> <p>8 packer. I'm familiar with -- I mean, we had</p> <p>9 the UEA and then there's an Allied Division</p> <p>10 of the UEA that I'm familiar with.</p> <p>11 Q. So you said UEA and then the</p> <p>12 Allied Division?</p> <p>13 A. Yes.</p> <p>14 Q. So were there two divisions</p> <p>15 than just the UEA Division and then the</p> <p>16 Allied Division?</p> <p>17 A. I don't know the structure. I</p> <p>18 know what the Allied Division was made up of,</p> <p>19 but I don't -- I'm not -- I don't know</p> <p>20 exactly how that's structured. But I know</p> <p>21 there is an Allied Division.</p> <p>22 Q. What type of companies were in</p> <p>23 the Allied Division?</p> <p>24 A. Vendors, suppliers.</p> <p>25 Q. What does that mean?</p>	<p style="text-align: right;">Page 145</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Breaking Division?</p> <p>3 A. Yes. Further -- Egg Breaking,</p> <p>4 Further Processor, however you want to call</p> <p>5 it, yes.</p> <p>6 Q. Do you know where the UEA had</p> <p>7 its offices?</p> <p>8 A. Well, I think Howard Magwire</p> <p>9 who -- at the time I -- when I was active</p> <p>10 was -- his office, he was in Washington, D.C.</p> <p>11 I think the official address -- that I recall</p> <p>12 the official address, I think that UEA would</p> <p>13 have been in, I don't know if it's Atlanta or</p> <p>14 somewhere -- it's somewhere -- either if it's</p> <p>15 not Atlanta, somewhere around Atlanta,</p> <p>16 Georgia.</p> <p>17 Q. Was it the same address as the</p> <p>18 UEP?</p> <p>19 A. I believe so, yes.</p> <p>20 Q. So do you know who the</p> <p>21 president of the UEA was when you were the</p> <p>22 chairman?</p> <p>23 A. The president?</p> <p>24 Q. Did they have a president, do</p> <p>25 you know?</p>

<p style="text-align: right;">Page 146</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Not that I remember. Howard</p> <p>3 was --</p> <p>4 Q. Does the -- was --</p> <p>5 A. Howard Magwire was our -- well,</p> <p>6 that I recall, that I dealt with was where</p> <p>7 Howard Magwire was my contact.</p> <p>8 Q. Did the UEA have a management</p> <p>9 team?</p> <p>10 A. Howard was -- I mean Howard was</p> <p>11 our designated -- at the time I was there,</p> <p>12 I'm not sure, I don't attend the meetings any</p> <p>13 more, but Howard was my -- I would consider</p> <p>14 Howard, you know, kind of our team. I think</p> <p>15 that Randy Green may have assisted. He was</p> <p>16 a -- he assisted Howard with matters in</p> <p>17 Washington, D.C., as I recall.</p> <p>18 Q. Who did Howard work for?</p> <p>19 A. Howard Magwire?</p> <p>20 Q. Yes.</p> <p>21 A. At that time he would have --</p> <p>22 for UEP.</p> <p>23 Q. For UEP?</p> <p>24 A. Yes. As far as I know.</p> <p>25 Q. Do you know what his role with</p>	<p style="text-align: right;">Page 148</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 that worked for the UEA?</p> <p>3 A. I don't know -- the only ones</p> <p>4 that were designated was Howard.</p> <p>5 Q. So Gene Gregory you don't</p> <p>6 remember playing a role in the UEA or having</p> <p>7 a position with the UEA?</p> <p>8 A. No, I don't.</p> <p>9 Q. Did UEA members attend UEP</p> <p>10 meetings?</p> <p>11 A. I did.</p> <p>12 Q. Did other UEA members attend</p> <p>13 UEP meetings?</p> <p>14 A. Yes.</p> <p>15 Q. Did UEA members receive the</p> <p>16 UEP's newsletter United Voices?</p> <p>17 A. I did.</p> <p>18 Q. Do you know whether the</p> <p>19 newsletter was sent to all UEA members?</p> <p>20 A. I don't know.</p> <p>21 Q. Did the UEA have its own</p> <p>22 newsletter?</p> <p>23 A. Not that I recall.</p> <p>24 Q. Did the UEA do anything as an</p> <p>25 organization to support the UEP's certified</p>
<p style="text-align: right;">Page 147</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 UEP or his position there was?</p> <p>3 A. I think he worked on government</p> <p>4 relations.</p> <p>5 Q. Government relations. So he</p> <p>6 was a full-time UEP employee?</p> <p>7 A. I guess I never -- as far as --</p> <p>8 he was always there. I mean, I don't know</p> <p>9 his exact job status. But as far as I know,</p> <p>10 he was always there.</p> <p>11 Q. Do you remember his official</p> <p>12 position or title at UEA?</p> <p>13 A. He was our designated liaison</p> <p>14 for us from UEP that Howard took care of UEA</p> <p>15 business for the UEA members.</p> <p>16 Q. I'm sorry, when you say our</p> <p>17 designated contact, do you mean Rose Acre or</p> <p>18 do you mean --</p> <p>19 A. For UEA members.</p> <p>20 Q. UEA, okay.</p> <p>21 A. Yeah. If we had anything UEA,</p> <p>22 if we had anything, we'd go to Howard, at</p> <p>23 least when I was doing it, when I was</p> <p>24 chairman on it, that I remember.</p> <p>25 Q. Were there other UEP employees</p>	<p style="text-align: right;">Page 149</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 program?</p> <p>3 MR. MONICA: Objection. You can</p> <p>4 answer.</p> <p>5 THE WITNESS: I don't recall</p> <p>6 that as an organization, no. I mean,</p> <p>7 my -- ourself as Rose Acre's was a UEP</p> <p>8 member and a UEA member.</p> <p>9 BY MR. ALLEN:</p> <p>10 Q. So in their business dealings,</p> <p>11 do you know whether UEA members showed any</p> <p>12 preference for members of the UEP Certified</p> <p>13 Program?</p> <p>14 MR. MONICA: Objection.</p> <p>15 THE WITNESS: Could you repeat</p> <p>16 the question?</p> <p>17 BY MR. ALLEN:</p> <p>18 Q. Sure. Was there any UEA policy</p> <p>19 that UEA members in their business dealings</p> <p>20 should show preference to companies who were</p> <p>21 members of the UEP Certified Program?</p> <p>22 MR. MONICA: Objection. You can</p> <p>23 answer.</p> <p>24 THE WITNESS: No, not that I</p> <p>25 recall.</p>

38 (Pages 146 - 149)



<p style="text-align: right;">Page 150</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 BY MR. ALLEN:</p> <p>3 Q. Do you know whether the UEA did</p> <p>4 any advertising or marketing in support of</p> <p>5 the UEP Certified Program?</p> <p>6 A. No, not that I recall. We</p> <p>7 didn't -- UEA was not in the business of</p> <p>8 marketing.</p> <p>9 Q. Mr. Hinton, I'd like to refer</p> <p>10 you back to an exhibit you saw earlier today.</p> <p>11 It's Exhibit Number 13, Bates number</p> <p>12 CM00189887. Do you see it?</p> <p>13 A. Yes.</p> <p>14 Q. If you will turn to page 5 of</p> <p>15 the packet, Bates number CM00189891, the page</p> <p>16 is titled, "Egg Products Price Discovery</p> <p>17 Committee."</p> <p>18 Do you see that?</p> <p>19 A. Yes.</p> <p>20 Q. The first sentence says, "UEA</p> <p>21 Further Processor members have requested that</p> <p>22 UEP establish a price discovery committee for</p> <p>23 egg products."</p> <p>24 Did I read that correctly?</p> <p>25 A. Yes.</p>	<p style="text-align: right;">Page 152</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. No, I don't.</p> <p>3 Q. The first slide appears to say</p> <p>4 or does say, "Marketing - Statistics 2007</p> <p>5 Area Meetings."</p> <p>6 Did the UEP have area meetings?</p> <p>7 A. Did UEP -- yes, they did.</p> <p>8 Q. Did a Rose Acre representative</p> <p>9 typically attend those meetings?</p> <p>10 A. As I recall, yes.</p> <p>11 Q. Was Rose Acre always in the</p> <p>12 same UEP area or was it in multiple areas?</p> <p>13 A. We would have to look -- what,</p> <p>14 I guess, is the question?</p> <p>15 Q. I'm trying to find out if Rose</p> <p>16 Acre would have attended multiple area</p> <p>17 meetings or whether it was always in the same</p> <p>18 area?</p> <p>19 A. We -- as I recall, without</p> <p>20 looking at the list of where the meetings</p> <p>21 were held, I believe that we had farms,</p> <p>22 locations and that would have span more than</p> <p>23 one area.</p> <p>24 Q. Do you know which areas?</p> <p>25 A. The midwest and the southeast.</p>
<p style="text-align: right;">Page 151</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Why would the UEA further</p> <p>3 processors request that the UEP establish</p> <p>4 that committee?</p> <p>5 MR. MONICA: Objection.</p> <p>6 THE WITNESS: I don't know. I</p> <p>7 don't remember that.</p> <p>8 BY MR. ALLEN:</p> <p>9 Q. You don't know whether this</p> <p>10 committee was established?</p> <p>11 A. I don't remember it, no.</p> <p>12 MR. ALLEN: 35.</p> <p>13 - - -</p> <p>14 (Exhibit 35, PowerPoint slides,</p> <p>15 Bates RA0069068 - RA0069072, was</p> <p>16 marked for identification.)</p> <p>17 - - -</p> <p>18 BY MR. ALLEN:</p> <p>19 Q. Mr. Hinton, I'm handing you</p> <p>20 what's been marked as Exhibit 35 for this</p> <p>21 deposition. It is a document consisting of</p> <p>22 five pages. It's what appear to be</p> <p>23 PowerPoint slides. It's Bates number</p> <p>24 RA0069068 through 72.</p> <p>25 Do you recognize this document?</p>	<p style="text-align: right;">Page 153</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Did Rose Acre only attend one</p> <p>3 area meeting or was it only officially in one</p> <p>4 area for purposes of these meetings, do you</p> <p>5 know?</p> <p>6 A. I don't know. I never recall</p> <p>7 ever attending one myself. And I just -- I</p> <p>8 know KY attended meetings, I know that. But</p> <p>9 I don't know which ones. I don't have</p> <p>10 specific knowledge of ones -- you know, the</p> <p>11 ones he attended.</p> <p>12 Q. Do you know -- you're referring</p> <p>13 to KY?</p> <p>14 A. Hendrix.</p> <p>15 Q. Hendrix, okay. Sorry.</p> <p>16 Do you know who else attended</p> <p>17 UEP area meetings?</p> <p>18 A. Not for sure. The only one I</p> <p>19 know, KY I knew attended them, but I don't</p> <p>20 remember if we had anybody else. It's</p> <p>21 possible, but I just -- I remember KY</p> <p>22 attended them.</p> <p>23 Q. If you'll turn to page 3 of the</p> <p>24 packet, Bates number RA0069070, you'll see a</p> <p>25 slide titled, "Possible Reasons For Better</p>

39 (Pages 150 - 153)



<p style="text-align: right;">Page 154</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Egg Prices."</p> <p>3 Do you see that?</p> <p>4 A. Yes.</p> <p>5 Q. Do you remember whether 2007</p> <p>6 was a good year for egg prices?</p> <p>7 MR. MONICA: Objection.</p> <p>8 THE WITNESS: What do you mean</p> <p>9 by -- well, I -- 2007, I don't</p> <p>10 remember.</p> <p>11 BY MR. ALLEN:</p> <p>12 Q. So if the slide shows, "Reduced</p> <p>13 flock size" is one of the possible reasons</p> <p>14 for better prices. Correct?</p> <p>15 MR. MONICA: Objection.</p> <p>16 THE WITNESS: Are you asking me</p> <p>17 if that's what's written here?</p> <p>18 BY MR. ALLEN:</p> <p>19 Q. Yes.</p> <p>20 A. That is written here. I don't</p> <p>21 necessarily agree with it, but it's written</p> <p>22 there.</p> <p>23 Q. Based on your experience in the</p> <p>24 egg industry, would a reduced flock size ever</p> <p>25 improve egg prices?</p>	<p style="text-align: right;">Page 156</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 goes down?</p> <p>3 MR. MONICA: Objection.</p> <p>4 Hypothetical. Also calls for expert</p> <p>5 opinion.</p> <p>6 THE WITNESS: Right. So not</p> <p>7 necessarily. I mean, like I said,</p> <p>8 demand, it's a combination of factors</p> <p>9 that always affect if we're talking</p> <p>10 price or market, whichever you want to</p> <p>11 refer to, but, for example, if you</p> <p>12 want to refer to markets, this past</p> <p>13 February I saw probably, according to</p> <p>14 USDA statistics, we had the highest</p> <p>15 flock size of all time on record and</p> <p>16 we also had the highest price all time</p> <p>17 in the Urner Barry market. So, no, I</p> <p>18 can't sit here and say that what the</p> <p>19 flock size is would have direct</p> <p>20 correlation. There's many things that</p> <p>21 affect it, and sometimes we never</p> <p>22 know.</p> <p>23 BY MR. ALLEN:</p> <p>24 Q. Will the flock size going up</p> <p>25 ever cause prices to go up?</p>
<p style="text-align: right;">Page 155</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 MR. MONICA: Objection. Calls</p> <p>3 for speculation.</p> <p>4 THE WITNESS: There's a lot of</p> <p>5 factors that go into egg prices, and</p> <p>6 flock size would be one of them.</p> <p>7 BY MR. ALLEN:</p> <p>8 Q. How does or how can a flock</p> <p>9 size affect egg prices?</p> <p>10 MR. MONICA: Objection.</p> <p>11 THE WITNESS: It's -- prices,</p> <p>12 there are so many factors go into it,</p> <p>13 you can't point to one thing. Demand</p> <p>14 along with any kind of -- with the</p> <p>15 eggs, there's multiple factors. And</p> <p>16 the demand would go along with the</p> <p>17 supply.</p> <p>18 BY MR. ALLEN:</p> <p>19 Q. But you said flock size is one</p> <p>20 of the factors that affects egg prices.</p> <p>21 Right?</p> <p>22 A. That's supply.</p> <p>23 Q. So is it generally the case</p> <p>24 that it can affect the price in the sense</p> <p>25 that the bigger the flock size, the price</p>	<p style="text-align: right;">Page 157</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 MR. MONICA: Objection. Same</p> <p>3 objections.</p> <p>4 THE WITNESS: It's what I</p> <p>5 stated, I can't say exactly for sure.</p> <p>6 Sometimes we just -- you know, there's</p> <p>7 factors that go into it that we --</p> <p>8 it's hard to explain, because this --</p> <p>9 like I said, I guess I'll go back to</p> <p>10 this past February. I saw record</p> <p>11 number, record high production and</p> <p>12 record high prices. So you can't --</p> <p>13 it's our -- I couldn't sit here today</p> <p>14 and draw that correlation to say that</p> <p>15 it affects it, because I've seen that</p> <p>16 happening and it's hard to explain.</p> <p>17 BY MR. ALLEN:</p> <p>18 Q. Is another possible reason it</p> <p>19 lists, "Planned supply for weeks between</p> <p>20 Easter and Labor Day."</p> <p>21 Do you see that?</p> <p>22 A. Yes.</p> <p>23 Q. Is a possible reason for better</p> <p>24 egg prices.</p> <p>25 As you sit here today, based on</p>

40 (Pages 154 - 157)

<p style="text-align: right;">Page 158</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 your experience in the UEP and in the egg</p> <p>3 industry generally, what do you understand</p> <p>4 that to mean?</p> <p>5 MR. MONICA: Objection.</p> <p>6 THE WITNESS: I don't know. I</p> <p>7 wasn't at this meeting and I -- first</p> <p>8 I've seen of this. I'm not going to</p> <p>9 draw any conclusions.</p> <p>10 BY MR. ALLEN:</p> <p>11 Q. You have no understanding?</p> <p>12 MR. MONICA: Objection.</p> <p>13 THE WITNESS: No. I don't know</p> <p>14 who prepared this, and I'm not going</p> <p>15 to draw any conclusions.</p> <p>16 BY MR. ALLEN:</p> <p>17 Q. If you'll turn the page, Mr.</p> <p>18 Hinton, you'll see the side at the top says,</p> <p>19 "Reduce Egg Supply Between Easter and Labor</p> <p>20 Day." It goes on to say that "UEP has</p> <p>21 suggested that if producers reduce their egg</p> <p>22 production for the week between Easter and</p> <p>23 Labor Day..., assuming week is missing an S</p> <p>24 there, "...it will make a major contribution</p> <p>25 to the annual price being increased by</p>	<p style="text-align: right;">Page 160</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 across, it shows 2006 and 2007. It appears</p> <p>3 to show for each year the number of eggs in</p> <p>4 million cases that were produced. In April</p> <p>5 of 2006, it shows 17.97. And then in</p> <p>6 April 2007, it shows 17.61. Do you not think</p> <p>7 that that's production, egg production?</p> <p>8 MR. MONICA: Objection. You can</p> <p>9 answer it.</p> <p>10 THE WITNESS: I don't know and I</p> <p>11 don't know where these numbers came</p> <p>12 from. I can't -- I'm not -- I can't</p> <p>13 validate what these are.</p> <p>14 BY MR. ALLEN:</p> <p>15 Q. Did Rose Acre ever reduce egg</p> <p>16 production between Easter and Labor Day to</p> <p>17 increase egg prices?</p> <p>18 MR. MONICA: Objection.</p> <p>19 THE WITNESS: Rose Acre's has</p> <p>20 a -- our flock department which</p> <p>21 manages our egg production, works off</p> <p>22 of 18-year cycles because of our</p> <p>23 structure. We have -- Rose Acre, we</p> <p>24 have our own breeder farms. So</p> <p>25 because of that, we raise our own eggs</p>
<p style="text-align: right;">Page 159</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 several cents per dozen."</p> <p>3 It goes on to say, "How have we</p> <p>4 done in 2007 compared to 2006?"</p> <p>5 Did I read that correctly?</p> <p>6 A. Yes.</p> <p>7 Q. And then it shows that</p> <p>8 production in April, May, and June of 2007</p> <p>9 was less than in 2006 by millions of cases.</p> <p>10 Correct?</p> <p>11 MR. MONICA: Objection.</p> <p>12 THE WITNESS: What's the</p> <p>13 question again?</p> <p>14 BY MR. ALLEN:</p> <p>15 Q. Well, it shows the production</p> <p>16 in 2007 for April, May, and June is less than</p> <p>17 during the same months in 2006?</p> <p>18 MR. MONICA: Object to the form.</p> <p>19 THE WITNESS: I don't know what</p> <p>20 this is showing. If that's</p> <p>21 production, I don't know what it is.</p> <p>22 BY MR. ALLEN:</p> <p>23 Q. Let's see, there's a graph that</p> <p>24 says on the left, in the far left column,</p> <p>25 April, May, June, July. And then if you go</p>	<p style="text-align: right;">Page 161</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 for their hatchery that -- then we</p> <p>3 hatch that and then those go, in</p> <p>4 turn the baby chicks go to our pullet</p> <p>5 facilities where we grow them out</p> <p>6 until the time they start laying legs,</p> <p>7 and then they move to the laying</p> <p>8 facility which they'll lay eggs up</p> <p>9 till the time that they're sold out at</p> <p>10 the end of their laying cycle. So</p> <p>11 Rose Acre's, I don't know if there's</p> <p>12 any time during a 12-month period that</p> <p>13 we're not changing flocks, whether</p> <p>14 we're -- whether we have flocks that</p> <p>15 are going into molt or flocks that are</p> <p>16 being sold out. So -- and all that's</p> <p>17 planned out, like I said, on 18-month</p> <p>18 cycles. So to ask me have we ever</p> <p>19 removed flocks from Easter to Labor</p> <p>20 Day, yes, we do, every year, but we</p> <p>21 also remove flocks from Labor Day to</p> <p>22 Easter. So it's a continual process</p> <p>23 for us. It never ends.</p> <p>24 MR. ALLEN: Mr. Rust, I think we</p> <p>25 need to change the tape.</p>

<p style="text-align: right;">Page 162</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 VIDEOGRAPHER: This is the end</p> <p>3 of tape two in the videotape of Greg</p> <p>4 Hinton. We're off the record at 2:14.</p> <p>5 - - -</p> <p>6 (A recess was taken.)</p> <p>7 - - -</p> <p>8 VIDEOGRAPHER: Here begins tape</p> <p>9 three in the videotape deposition of</p> <p>10 Greg Hinton. We're back on the record</p> <p>11 at 2:20.</p> <p>12 BY MR. ALLEN:</p> <p>13 Q. Mr. Hinton, I only have a few</p> <p>14 more questions.</p> <p>15 Before the break we were</p> <p>16 discussing the PowerPoint slide on the</p> <p>17 document Bates numbered RA0069070. The top</p> <p>18 of that slide, which is the third slide on</p> <p>19 the page says, "Possible Reasons For Better</p> <p>20 Egg Prices." One of the reasons on the</p> <p>21 slide, one of the possible reasons for better</p> <p>22 egg prices is earlier molt schedule. Is that</p> <p>23 correct? Do you see that?</p> <p>24 A. That's what's written here,</p> <p>25 correct.</p>	<p style="text-align: right;">Page 164</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 THE WITNESS: I don't have an</p> <p>3 opinion on it one way or the other.</p> <p>4 BY MR. ALLEN:</p> <p>5 Q. Further down in the same slide</p> <p>6 it says, "UEP Certified companies have</p> <p>7 reduced per house flock size by at least 25%</p> <p>8 since 2001."</p> <p>9 Do you know whether that's</p> <p>10 accurate --</p> <p>11 A. No, I don't.</p> <p>12 Q. -- as of 2007?</p> <p>13 A. I do not know that.</p> <p>14 MR. MONICA: I'm sorry, did you</p> <p>15 say 2007?</p> <p>16 MR. ALLEN: I said as of 2007.</p> <p>17 BY MR. ALLEN:</p> <p>18 Q. I'm wondering whether it's</p> <p>19 accurate that UEP Certified companies have</p> <p>20 reduced per house flock size by at least</p> <p>21 25 percent since 2001 as of 2007. Mr.</p> <p>22 Hinton, you're saying you just don't know?</p> <p>23 A. Yeah, I don't know.</p> <p>24 Q. The slide is suggesting that</p> <p>25 reducing the per house flock size is a</p>
<p style="text-align: right;">Page 163</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Based on your experience in the</p> <p>3 egg industry, how could an earlier molt</p> <p>4 schedule lead to better egg prices?</p> <p>5 MR. MONICA: Objection. Calls</p> <p>6 for speculation.</p> <p>7 THE WITNESS: Like I said, I've</p> <p>8 not seen this document, I'm not going</p> <p>9 to speculate on what they mean here.</p> <p>10 BY MR. ALLEN:</p> <p>11 Q. So is it your opinion that an</p> <p>12 earlier molt schedule would not lead to</p> <p>13 better egg prices?</p> <p>14 MR. MONICA: Objection.</p> <p>15 THE WITNESS: Like I've stated</p> <p>16 before, there is a lot of reasons for</p> <p>17 egg prices and I stated with Rose</p> <p>18 Acre's that we molt and sell out</p> <p>19 flocks on a regular basis based on our</p> <p>20 flock schedules.</p> <p>21 BY MR. ALLEN:</p> <p>22 Q. So is it your opinion that an</p> <p>23 earlier molt schedule would not lead to</p> <p>24 better prices?</p> <p>25 MR. MONICA: Objection.</p>	<p style="text-align: right;">Page 165</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 possible reason for better egg prices. Based</p> <p>3 on your experience in the egg industry, how</p> <p>4 could reducing the per house flock size</p> <p>5 increase egg prices?</p> <p>6 MR. MONICA: Objection.</p> <p>7 Mischaracterization of the slide.</p> <p>8 Calls for speculation. You can</p> <p>9 answer.</p> <p>10 THE WITNESS: Like I said</p> <p>11 before, I don't have an opinion one</p> <p>12 way or the other on that.</p> <p>13 BY MR. ALLEN:</p> <p>14 Q. This slide lists eight total</p> <p>15 reasons, possible reasons for better egg</p> <p>16 prices apparently in 2007 based on the first</p> <p>17 slide. Is it your opinion that these just</p> <p>18 aren't possible reasons for better egg prices</p> <p>19 in 2007?</p> <p>20 MR. MONICA: Objection.</p> <p>21 THE WITNESS: As I stated</p> <p>22 before, there's -- a lot of things</p> <p>23 have affect on egg prices, and I'm not</p> <p>24 going to speculate on why and who</p> <p>25 created this slide when I've never</p>

<p style="text-align: right;">Page 166</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 seen it before, that I recall.</p> <p>3 BY MR. ALLEN:</p> <p>4 Q. There's another possible reason</p> <p>5 the slide shows, "USEM Exported 896 container</p> <p>6 loads between November 1, 2006 and May 11,</p> <p>7 2007."</p> <p>8 Do you see that?</p> <p>9 A. Yes, that's what's written</p> <p>10 here.</p> <p>11 Q. Did Rose Acre participate in</p> <p>12 USEM exports in 2007?</p> <p>13 A. Yes.</p> <p>14 Q. Based on your experience, is it</p> <p>15 possible that USEM exports could affect egg</p> <p>16 prices?</p> <p>17 MR. MONICA: Objection.</p> <p>18 THE WITNESS: Like I stated</p> <p>19 before, there's many factors go into</p> <p>20 egg prices. I'm not going to</p> <p>21 speculate myself on what's going to --</p> <p>22 you know, exact cause of that.</p> <p>23 BY MR. ALLEN:</p> <p>24 Q. Is it possible for -- based on</p> <p>25 your experience, so you don't -- you just</p>	<p style="text-align: right;">Page 168</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Off the record at 2:25.</p> <p>3 - - -</p> <p>4 (A recess was taken.)</p> <p>5 - - -</p> <p>6 VIDEOGRAPHER: We're back on the</p> <p>7 record at 2:30.</p> <p>8 - - -</p> <p>9 EXAMINATION</p> <p>10 - - -</p> <p>11 BY MR. SCHIRMER:</p> <p>12 Q. Mr. Hinton, my name is Mark</p> <p>13 Schirmer. We briefly -- I briefly introduced</p> <p>14 myself earlier. I represent the Indirect</p> <p>15 Purchaser Plaintiffs. And I have some</p> <p>16 questions for you.</p> <p>17 A. Okay.</p> <p>18 Q. If you don't understand</p> <p>19 anything I'm going to ask, I may not be</p> <p>20 clear, please just say you don't understand</p> <p>21 and I'll do my best I can to clarify.</p> <p>22 A. All right.</p> <p>23 Q. Okay. Now, you've been -- you</p> <p>24 said you've been working for Rose Acre for 34</p> <p>25 years. Is that right?</p>
<p style="text-align: right;">Page 167</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 can't say whether the USEM export could ever</p> <p>3 affect egg prices. Is that your opinion?</p> <p>4 MR. MONICA: Objection.</p> <p>5 Mischaracterizes his testimony.</p> <p>6 THE WITNESS: I'm not -- I said</p> <p>7 that it's -- I'm not going to pin down</p> <p>8 and say there's one thing that can</p> <p>9 affect egg prices. There's multiple</p> <p>10 things that can affect egg prices.</p> <p>11 BY MR. ALLEN:</p> <p>12 Q. So you can't say whether USEM</p> <p>13 exports could ever affect egg prices?</p> <p>14 A. Without looking at specific</p> <p>15 examples and conditions, demand conditions at</p> <p>16 the time, and I don't know, I mean, it would</p> <p>17 only be speculation on my part, you would</p> <p>18 probably need an economist to be able to tell</p> <p>19 you that.</p> <p>20 MR. ALLEN: That's all I have,</p> <p>21 Mr. Hinton. Thank you for your time.</p> <p>22 THE WITNESS: Thank you.</p> <p>23 MR. SCHIRMER: Take a short</p> <p>24 break while we switch.</p> <p>25 VIDEOGRAPHER: Off the record.</p>	<p style="text-align: right;">Page 169</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Yes.</p> <p>3 Q. So you have a fair -- would you</p> <p>4 say you have a pretty good understanding of</p> <p>5 Rose Acre as a company?</p> <p>6 A. Yes.</p> <p>7 Q. Would you say that Rose Acre is</p> <p>8 a vertically integrated supplier of eggs?</p> <p>9 MR. MONICA: Objection. The</p> <p>10 term "vertically integrated."</p> <p>11 THE WITNESS: Yes.</p> <p>12 BY MR. SCHIRMER:</p> <p>13 Q. What do you mean -- would you</p> <p>14 say that Rose Acre is a full-service supplier</p> <p>15 of eggs?</p> <p>16 MR. MONICA: Objection as to</p> <p>17 full-service.</p> <p>18 THE WITNESS: What do you mean</p> <p>19 by "full-service"?</p> <p>20 - - -</p> <p>21 (Exhibit Hinton-36, Page off of</p> <p>22 Web site, was marked for</p> <p>23 identification.)</p> <p>24 - - -</p> <p>25 BY MR. SCHIRMER:</p>

43 (Pages 166 - 169)

<p style="text-align: right;">Page 170</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Showing you what has been</p> <p>3 marked as Exhibit 36. Why don't you take a</p> <p>4 moment to look at it, sir. If you look in</p> <p>5 the upper right-hand corner of it, it might</p> <p>6 give you some idea, might help you understand</p> <p>7 what you're looking at.</p> <p>8 A. [Reviewing document.] Okay.</p> <p>9 Q. I'm showing you what has been</p> <p>10 marked as Exhibit 36. It was also marked as</p> <p>11 Exhibit 36 for Marcus Rust's deposition. It</p> <p>12 is -- I will say what it says on the upper</p> <p>13 right-hand corner. It says, WWW.goodegg.com</p> <p>14 /b2b-services/retailers/custom-packaging.</p> <p>15 Sir, what is this?</p> <p>16 A. It would be a page off of our</p> <p>17 Web site.</p> <p>18 Q. Would you, please, turn to the</p> <p>19 second page of this document where it says,</p> <p>20 "Custom Packaging" at the top?</p> <p>21 A. Yes.</p> <p>22 Q. Where it says, "As a</p> <p>23 full-service egg supplier, we not only</p> <p>24 deliver the product you want, we deliver it</p> <p>25 in the packaging you envision."</p>	<p style="text-align: right;">Page 172</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 look at the last sentence in the regular</p> <p>3 type, not the italics type on this page. It</p> <p>4 says, "We work with customers to determine</p> <p>5 the required packaging type and size, and</p> <p>6 then meet with customer design and marketing</p> <p>7 teams to develop egg cartons that meet</p> <p>8 customer goals."</p> <p>9 Would that be -- the people who</p> <p>10 are meeting to -- with the customers to help</p> <p>11 meet the customer goals, would those be</p> <p>12 people who are under your supervision?</p> <p>13 A. Yes.</p> <p>14 Q. What is it exactly you're doing</p> <p>15 when you're designing these egg cartons?</p> <p>16 MR. MONICA: Objection. You can</p> <p>17 answer.</p> <p>18 THE WITNESS: The information</p> <p>19 that the customer -- it may be -- in</p> <p>20 most cases a lot of customers already</p> <p>21 have their own cartons. If they ask</p> <p>22 for nutritional -- what's the correct</p> <p>23 nutritional, the most common question</p> <p>24 is, that we work with customers is to</p> <p>25 make sure that we've got the</p>
<p style="text-align: right;">Page 171</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 What is your understanding of</p> <p>3 the meaning of full-service egg supplier off</p> <p>4 of your Web site?</p> <p>5 A. That we provide eggs in</p> <p>6 different pack sizes the customer may want or</p> <p>7 packs a -- meaning we would provide full</p> <p>8 cases, half cases. We provide in different</p> <p>9 kinds of packaging, whether it's a pulp</p> <p>10 carton, a foam carton, clear carton, two and</p> <p>11 a half pack, six pack, and in the different</p> <p>12 sizes being super jumbos, jumbos, extra</p> <p>13 large, large, medium and small eggs and loose</p> <p>14 eggs for food service.</p> <p>15 Q. What is a private packer label?</p> <p>16 A. That would be customers on</p> <p>17 brand. I'd refer it as a customer's own</p> <p>18 private branded carton.</p> <p>19 Q. For example, if you were to</p> <p>20 sell to Kroger, would that be a Kroger brand?</p> <p>21 A. Yes, it would.</p> <p>22 Q. Now, what is a packer label?</p> <p>23 A. That would be my Rose Acre</p> <p>24 brand.</p> <p>25 Q. Now, do you ever -- would you</p>	<p style="text-align: right;">Page 173</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 up-to-date or correct nutrition</p> <p>3 information. For example, about a</p> <p>4 year and a half ago, I think it was</p> <p>5 now two years, USDA, the standard on</p> <p>6 cholesterol was changed and so we</p> <p>7 had -- we went to our customers and we</p> <p>8 worked with them to update their</p> <p>9 nutritional facts panel to make sure</p> <p>10 it was accurate and correct. We're</p> <p>11 getting ready to do that again because</p> <p>12 the government is coming out with some</p> <p>13 new guidelines that we've got to put</p> <p>14 new nutritional information on the</p> <p>15 thing. There are certain states that</p> <p>16 have requirements. What comes to mind</p> <p>17 is Maryland. When you put your net</p> <p>18 weights, you have to have certain</p> <p>19 height and character, and so we would</p> <p>20 assist customers then to make sure</p> <p>21 that they get their packaging correct</p> <p>22 for the states they're selling into.</p> <p>23 That's an example.</p> <p>24 Legal lines is another thing</p> <p>25 that we would assist them with.</p>

<p style="text-align: right;">Page 174</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Certain states, for example, Texas,</p> <p>3 for every egg you sell in Texas, you</p> <p>4 have to list -- produce the pack by</p> <p>5 Texas license number, dot, dot, dot,</p> <p>6 whatever your number may be, and the</p> <p>7 company name and address. So we've</p> <p>8 had customers that we'll review with</p> <p>9 them even if though they may not have</p> <p>10 a warehouse in Texas, but if they have</p> <p>11 stores, they move into Texas, we would</p> <p>12 have to contact them, we work with</p> <p>13 them to make sure that that document</p> <p>14 is right. And then the customer</p> <p>15 sometimes will want to change cartons.</p> <p>16 They want -- like, say they're in a</p> <p>17 foam carton and they want to move to a</p> <p>18 pulp or a pulp label carton or a clear</p> <p>19 carton, we would -- we work between</p> <p>20 our customer and a lot of -- many of</p> <p>21 the customers have their own artwork</p> <p>22 departments so we would work with</p> <p>23 their artwork department and then kind</p> <p>24 of back and forth between the carton</p> <p>25 company, carton manufacturer and the</p>	<p style="text-align: right;">Page 176</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Yes.</p> <p>3 Q. I'm showing you what is to be</p> <p>4 marked as Hendrix-37 -- Hinton-37 which was</p> <p>5 previously marked as Exhibit 34 in the Rust</p> <p>6 deposition.</p> <p>7 - - -</p> <p>8 (Exhibit Hinton-37, Printout</p> <p>9 from home page, was marked for</p> <p>10 identification.)</p> <p>11 - - -</p> <p>12 BY MR. SCHIRMER:</p> <p>13 Q. I'm showing you what has been</p> <p>14 marked as Hinton-37. What is it?</p> <p>15 A. Pardon?</p> <p>16 Q. What is it?</p> <p>17 A. It's a printout from our home</p> <p>18 page.</p> <p>19 Q. Please look at --</p> <p>20 A. Our current home page.</p> <p>21 Q. -- I believe the second page of</p> <p>22 the document that starts off "Rose Acre Farms</p> <p>23 Commodity Eggs"?</p> <p>24 A. Yes.</p> <p>25 Q. In the second sentence you say,</p>
<p style="text-align: right;">Page 175</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 customer to coordinate those efforts</p> <p>3 back and forth. If a customer</p> <p>4 requires a -- if a customer</p> <p>5 requires -- if they want to have a</p> <p>6 USDA shielded product, all shielded --</p> <p>7 any carton you put a USDA shield on we</p> <p>8 have to submit it to USDA for label</p> <p>9 approval process and then they come</p> <p>10 back, assign a number and we go back,</p> <p>11 give our -- the customer the number</p> <p>12 that has to go in a small box</p> <p>13 underneath the shield. And then that</p> <p>14 goes back to the carton company and</p> <p>15 then a copy of that artwork has to be</p> <p>16 given to the USDA inspector at the</p> <p>17 plant that they'll allow us to pack</p> <p>18 that carton with the shield on it. So</p> <p>19 those are just -- I went through</p> <p>20 several, but that would just be some</p> <p>21 of the examples.</p> <p>22 BY MR. SCHIRMER:</p> <p>23 Q. Now, just a minute ago, I asked</p> <p>24 you if you would consider Rose Acre to be</p> <p>25 vertically integrated?</p>	<p style="text-align: right;">Page 177</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 "Because we built our egg production around a</p> <p>3 vertical integration model, we can ensure the</p> <p>4 best feed for and best treatment of our</p> <p>5 animals, which leads to best quality</p> <p>6 products."</p> <p>7 What do you mean by -- what</p> <p>8 does Rose Acre mean by "a vertical</p> <p>9 integration model"?</p> <p>10 A. Vertically integrated, as we</p> <p>11 refer to it, would be that we have -- as I</p> <p>12 kind of went through some of it earlier, but</p> <p>13 I'll go through it in more detail for you.</p> <p>14 We have our own breeder farms. So we buy day</p> <p>15 old chicks and then we raise those -- which</p> <p>16 are breeder, day old breeder chicks. And we</p> <p>17 raise those in our own company houses. We</p> <p>18 gather the eggs from -- since we have</p> <p>19 roosters and -- chickens and roosters, and we</p> <p>20 gather the eggs from the breeder farm, take</p> <p>21 it to our own company hatchery where the eggs</p> <p>22 are incubated, the baby chicks are hatched,</p> <p>23 and from there the baby chicks are taken to a</p> <p>24 pullet facility where we raise them up until</p> <p>25 about 16, 17 weeks old, and then those birds</p>

45 (Pages 174 - 177)

<p style="text-align: right;">Page 178</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 are transferred to a layer facility, one of</p> <p>3 our many layer facilities. Then once they're</p> <p>4 in the layer facility, all of our Rose Acre</p> <p>5 housing is, as we would term, also vertically</p> <p>6 integrated that the eggs are laid and</p> <p>7 gathered. Within 24 hours of time of lay,</p> <p>8 the eggs are gathered, they come onto belts</p> <p>9 out of the houses onto a main conveyor belt,</p> <p>10 that conveyor belt then brings them into the</p> <p>11 processing building where the eggs are washed</p> <p>12 and sanitized and graded, inspected and</p> <p>13 graded for size and grade. They are then</p> <p>14 packed into individual loose packs for egg</p> <p>15 cartons. From that standpoint, the cartons</p> <p>16 are loose or placed into egg cases. Those</p> <p>17 cases are then sent through the line where</p> <p>18 they're taped, sealed and then stacked on the</p> <p>19 pallets and then put into the egg cooler</p> <p>20 awaiting shipment to our customers.</p> <p>21 With that, on our egg products,</p> <p>22 the same, similar process, but when they get</p> <p>23 to the -- after they're washed and sanitized,</p> <p>24 the eggs are then sent to a -- on a separate</p> <p>25 belt back into our breaking plant where those</p>	<p style="text-align: right;">Page 180</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 are on site with our layer farms so Rose</p> <p>3 Acre's, we buy grain from local area farmers.</p> <p>4 We buy the corn. We also have a soybean</p> <p>5 crushing plant in Seymour, Indiana that we</p> <p>6 crush soybeans and produce some of our own</p> <p>7 soybean meal. We also buy soybean meal on</p> <p>8 the outside. So all the feed that we're</p> <p>9 feeding our birds, we have control, we grind</p> <p>10 the corn, take the meal, add our vitamin</p> <p>11 premix. And then in some cases the mills are</p> <p>12 in line with the farm so it's direct auger to</p> <p>13 the chickens. The others we have feed trucks</p> <p>14 that go around and put the grain in the bins.</p> <p>15 So we have knowledge, since we feed -- we</p> <p>16 grow all of our baby chicks, we produce all</p> <p>17 our feed, we feed our birds, that's why we</p> <p>18 deem ourselves as a vertically integrated</p> <p>19 producer.</p> <p>20 Q. You said -- just a minute ago</p> <p>21 you said you have trucks. Do you also have</p> <p>22 trucks that you use to deliver your products</p> <p>23 to the customers?</p> <p>24 A. In some case -- yes, we do have</p> <p>25 trucks that we -- we utilize our own trucks</p>
<p style="text-align: right;">Page 179</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 eggs then are -- the eggs are broken, the</p> <p>3 liquid, they're either broken for a whole egg</p> <p>4 or separated for egg whites and egg yolk.</p> <p>5 That product then goes through filters and</p> <p>6 then is put into holding tanks waiting</p> <p>7 further processing. We would then pull the</p> <p>8 product from the tanks, go through our</p> <p>9 pasteurizers. From the pasteurizers, they</p> <p>10 would then go into a bulk for bulk shipment,</p> <p>11 for customers that buy tanker loads or to our</p> <p>12 packaging line where we would further pack</p> <p>13 into anywhere from a one pound gable top</p> <p>14 carton for retail sales to a 2,000 pound tote</p> <p>15 for industry bakeries. From that point,</p> <p>16 those products are placed into a cooler which</p> <p>17 is colder than the shell egg cooler. Shell</p> <p>18 egg is mandatory 45 degrees, where all of our</p> <p>19 liquid egg products we keep between 38 -- 35</p> <p>20 and 38 degrees where it's held for shipment</p> <p>21 to the customer.</p> <p>22 So our vertically integrate --</p> <p>23 I'm sorry, I left out one step in that.</p> <p>24 Our -- Rose Acre's, we have I think it's</p> <p>25 approximately 15 feed mills. The feed mills</p>	<p style="text-align: right;">Page 181</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 to deliver eggs. We rely on outside carriers</p> <p>3 as well as customer pickups.</p> <p>4 Q. What are customer pickups?</p> <p>5 A. Where the customer would</p> <p>6 arrange for their own transportation.</p> <p>7 Whether they use their own company-owned</p> <p>8 trucks to pick up the eggs or whether they</p> <p>9 hire a truck that they arrange for pick up at</p> <p>10 our -- at the farm. They pick up the eggs</p> <p>11 right at the farm.</p> <p>12 Q. What is a commodity egg? The</p> <p>13 language is commodity eggs. What is a</p> <p>14 commodity egg?</p> <p>15 A. A commodity egg I would term an</p> <p>16 egg that's a non-specialty egg.</p> <p>17 Q. Let's drill on that. What</p> <p>18 would be your term for a specialty egg?</p> <p>19 A. A specialty egg would be an egg</p> <p>20 that -- there's several eggs fall into</p> <p>21 special egg category, the simplest breakdown</p> <p>22 would be organic eggs would be -- I would</p> <p>23 call a specialty egg. Cage free eggs would</p> <p>24 be another category for specialty eggs. And</p> <p>25 then nutritionally enhanced egg would be a</p>



<p style="text-align: right;">Page 182</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 third category for a specialty egg. And</p> <p>3 free -- and then there's a free range egg</p> <p>4 that would be a specialty range also. I</p> <p>5 think that's --</p> <p>6 Q. Based on your experience of</p> <p>7 selling -- does Rose Acre sell a series of</p> <p>8 specialty eggs?</p> <p>9 A. Yes, we do.</p> <p>10 Q. Based on your experience as the</p> <p>11 vice president of sales of Rose Acre, are</p> <p>12 the -- is there a different pricing structure</p> <p>13 for specialty eggs than commodity eggs?</p> <p>14 A. Yes, there is.</p> <p>15 Q. How so?</p> <p>16 A. In almost all cases, our</p> <p>17 specialty eggs are sold at a fixed price,</p> <p>18 unlike the majority of our commodity eggs.</p> <p>19 Commodity eggs are more often sold off of</p> <p>20 market basis versus a fixed price, but not</p> <p>21 always.</p> <p>22 - - -</p> <p>23 (Exhibit Hinton-38, Vendor</p> <p>24 Profile - Company Description, Bates</p> <p>25 RA0005033 - RA0005043, was marked for</p>	<p style="text-align: right;">Page 184</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 restaurants, and as part of that, David -- we</p> <p>3 didn't have anything quite like this at the</p> <p>4 time when David came to work for us, so David</p> <p>5 took it upon himself to gather information</p> <p>6 and put -- he was pretty much given a free</p> <p>7 rein to work on food service and whatever he</p> <p>8 thought he needed to do. So he put this</p> <p>9 together which, when he would go out and make</p> <p>10 sales calls on prospective new customers,</p> <p>11 this is the information that he had compiled</p> <p>12 to go and have meetings and talk to customers</p> <p>13 about.</p> <p>14 Q. Was this document ever provided</p> <p>15 to customers?</p> <p>16 A. I believe so, yeah. I think</p> <p>17 David -- I believe David used this in his</p> <p>18 meetings with customers, to my knowledge. I</p> <p>19 don't know -- okay. Let me go back.</p> <p>20 I don't know if -- there are</p> <p>21 some things in here where there's e-mails, I</p> <p>22 doubt if that was given to customers. I</p> <p>23 mean, I'm sorry, I don't want to -- the whole</p> <p>24 document may not be given to customers. When</p> <p>25 you told me to look at the first few pages, I</p>
<p style="text-align: right;">Page 183</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 identification.)</p> <p>3 - - -</p> <p>4 BY MR. SCHIRMER:</p> <p>5 Q. I'm showing you what is marked</p> <p>6 as Hinton-38. I'm sorry, I have two of</p> <p>7 these. This was previously marked as, I</p> <p>8 believe it's Hendrix-1, DPP-1. It bears</p> <p>9 Bates number RA0005033 through 5043. Why</p> <p>10 don't you have a look at it, review it for a</p> <p>11 moment, and I'm going to have a number of</p> <p>12 questions about it.</p> <p>13 A. Okay. [Reviewing document.]</p> <p>14 Q. I promise I won't ask you about</p> <p>15 the schedule on the last couple of pages.</p> <p>16 A. Oh, only this one. Okay.</p> <p>17 Q. All right. What is this</p> <p>18 document?</p> <p>19 A. This was a document that was</p> <p>20 put together by a previous salesperson that</p> <p>21 worked for me, David T. Grout.</p> <p>22 Q. What was the purpose, why did</p> <p>23 he put this document together?</p> <p>24 A. David was hired to work on a</p> <p>25 food service, food service accounts,</p>	<p style="text-align: right;">Page 185</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 mean the description about the company and</p> <p>3 company capabilities and things were, but I</p> <p>4 don't know, I think you had an e-mail</p> <p>5 attached to this that that wouldn't have been</p> <p>6 given to customers.</p> <p>7 Q. Is there an e-mail attached to</p> <p>8 it?</p> <p>9 A. I thought I saw one.</p> <p>10 MR. MONICA: There's several</p> <p>11 documents attached.</p> <p>12 BY MR. SCHIRMER:</p> <p>13 Q. I didn't think there was an</p> <p>14 e-mail attached, if there is.</p> <p>15 MR. MONICA: Right here.</p> <p>16 MR. SCHIRMER: What page is</p> <p>17 that?</p> <p>18 THE WITNESS: These documents --</p> <p>19 that wouldn't have been given to the</p> <p>20 customer.</p> <p>21 MR. MONICA: 5032 is the Bates</p> <p>22 stamp.</p> <p>23 THE WITNESS: I mean, there</p> <p>24 might have been, not to -- I guess</p> <p>25 when you say all customers, there may</p>

47 (Pages 182 - 185)

<p style="text-align: right;">Page 186</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 have been, if we want to specifically</p> <p>3 talk about that, we can, but...</p> <p>4 BY MR. SCHIRMER:</p> <p>5 Q. Excuse me, the e-mail should --</p> <p>6 does not belong as part of -- should not have</p> <p>7 been a part of the document.</p> <p>8 A. Okay.</p> <p>9 Q. I have no doubt that you did</p> <p>10 not provide that e-mail to a client. That</p> <p>11 shouldn't have been part of it. Forgive me.</p> <p>12 It's my fault, I put it on there.</p> <p>13 Please look at --</p> <p>14 A. One more statement. This -- at</p> <p>15 the back of this document is a new supplier</p> <p>16 form, I think, that specifically talks about</p> <p>17 one customer. So that document, the new</p> <p>18 supplier information form in the back, that</p> <p>19 would not have been given in general to</p> <p>20 customers other than possibly the customer</p> <p>21 that's specified in that document.</p> <p>22 Q. Would you, please, take a look</p> <p>23 at the third page, RA0005035 in the lower</p> <p>24 right-hand corner. There's a section that</p> <p>25 says, "Sales," about midway down 5035.</p>	<p style="text-align: right;">Page 188</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Service Industry vs. Retail." Take a quick</p> <p>3 look at those and I'll ask you a question.</p> <p>4 A. The domestic international.</p> <p>5 Q. Yes, there's two --</p> <p>6 A. Food services, I'm sorry.</p> <p>7 Q. There's two sections right</p> <p>8 there. Where it says, "Where are Rose Acre</p> <p>9 Products" and "Food Service Industry vs.</p> <p>10 Retail." Take a quick look at those and I'll</p> <p>11 ask you a question.</p> <p>12 A. "...domestic, international),"</p> <p>13 is that --</p> <p>14 Q. Yes. Those two -- there are</p> <p>15 two --</p> <p>16 A. Oh, Food Service -- I'm sorry.</p> <p>17 Q. There's two sections right</p> <p>18 there. Where are Rose Acre Products:</p> <p>19 (domestic, international)," Food Service</p> <p>20 Industry vs. Retail." It's in black letters</p> <p>21 bigger than the others.</p> <p>22 A. Okay.</p> <p>23 Q. It says you supply eggs across</p> <p>24 the country from Maine to California. Was</p> <p>25 that correct at the time this document was</p>
<p style="text-align: right;">Page 187</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Yes.</p> <p>3 Q. It says, "The sales department</p> <p>4 consists of Executive V.P. of Sales..." Is</p> <p>5 that you?</p> <p>6 A. No, it's not.</p> <p>7 Q. Who would that be?</p> <p>8 A. That would be Marcus Rust.</p> <p>9 Q. And "...five office sales</p> <p>10 positions and four field sales positions."</p> <p>11 Would one of those be you?</p> <p>12 A. Yes.</p> <p>13 Q. Now, would you turn to the next</p> <p>14 page, 5036. It says, "We have about an 8%</p> <p>15 share of the shell egg market, and we are the</p> <p>16 second largest egg producer in the nation."</p> <p>17 To your -- to your knowledge,</p> <p>18 is that a correct statement?</p> <p>19 A. At --</p> <p>20 Q. At this time when David created</p> <p>21 this document.</p> <p>22 A. Yes.</p> <p>23 Q. Now, turn to the next page.</p> <p>24 There's two things I want to ask you about.</p> <p>25 "Where are Rose Acre Products" and "Food</p>	<p style="text-align: right;">Page 189</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 written?</p> <p>3 A. Yes.</p> <p>4 Q. Is it correct today?</p> <p>5 A. Today, I believe we still have</p> <p>6 some customers, I'm not positive if I have</p> <p>7 any eggs going into Maine today.</p> <p>8 Q. Could you supply customers in</p> <p>9 Maine today?</p> <p>10 A. Absolutely.</p> <p>11 Q. Could you supply customers</p> <p>12 anyplace in the United States today?</p> <p>13 A. Yes.</p> <p>14 Q. The next sentence, it says,</p> <p>15 Internationally -- it says,</p> <p>16 "Internationally...", I promise to slow down.</p> <p>17 "...we ship dry products to Japan, Mexico,</p> <p>18 Europe (Spain, European Union), and China."</p> <p>19 Was that correct at the time</p> <p>20 this was written?</p> <p>21 A. Yes.</p> <p>22 Q. Is it correct today?</p> <p>23 A. No.</p> <p>24 Q. What is incorrect about it?</p> <p>25 A. I don't -- currently today, I'm</p>

<p style="text-align: right;">Page 190</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 not shipping dry products -- I've had some --</p> <p>3 in the past year I've had some go to China,</p> <p>4 Europe, and the EU. I don't recall any sales</p> <p>5 to Europe this past year on dried. Mexico</p> <p>6 and Japan, I don't have anything currently</p> <p>7 going there. I'm working on -- I'm working</p> <p>8 with Japan right now on some dried products</p> <p>9 as we -- today.</p> <p>10 Q. Between 2000 and 2008, would it</p> <p>11 be fair to say that you -- that Rose Acre</p> <p>12 shipped dry products to Japan, Mexico, Europe</p> <p>13 and China?</p> <p>14 A. Yes.</p> <p>15 Q. The next point down it says,</p> <p>16 "Food Service Industry vs. Retail." Earlier</p> <p>17 today you said you didn't recall what the</p> <p>18 approximate breakdown for shell egg market,</p> <p>19 what percentage of your sales are shell eggs</p> <p>20 versus egg products --</p> <p>21 MR. MONICA: Objection. I'm</p> <p>22 sorry, when you're done -- I'll object</p> <p>23 when you're done. My bad.</p> <p>24 BY MR. SCHIRMER:</p> <p>25 Q. -- egg products.</p>	<p style="text-align: right;">Page 192</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Yes, it has.</p> <p>3 Q. Prior to -- between 2000 and</p> <p>4 2008, is the 68/32 breakdown of retail versus</p> <p>5 egg product, retail shell eggs versus egg</p> <p>6 products a reasonable approximation of Rose</p> <p>7 Acre's mix of sales?</p> <p>8 MR. MONICA: Objection. You can</p> <p>9 answer.</p> <p>10 THE WITNESS: Can you read that</p> <p>11 again, it was a long --</p> <p>12 BY MR. SCHIRMER:</p> <p>13 Q. I'll rephrase it.</p> <p>14 Would the 68 percent retail</p> <p>15 shell eggs and 32 percent egg products be a</p> <p>16 reasonable approximation of Rose Acre's</p> <p>17 approximate mix of sales during the period</p> <p>18 2000 through 2008?</p> <p>19 MR. MONICA: Objection.</p> <p>20 THE WITNESS: Our -- it was that</p> <p>21 approximate -- it was in that</p> <p>22 approximate range.</p> <p>23 - - -</p> <p>24 (Exhibit Hinton-39, New Supplier</p> <p>25 Information Form, Bates RA0005046 -</p>
<p style="text-align: right;">Page 191</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Does this document refresh your</p> <p>3 recollection as to the approximate percentage</p> <p>4 of Rose Acre sales that are retail shell eggs</p> <p>5 and egg products for food service</p> <p>6 manufacturers and industrial applications?</p> <p>7 MR. MONICA: I'll object to the</p> <p>8 characterization of his prior</p> <p>9 testimony. You can answer.</p> <p>10 THE WITNESS: I don't -- there</p> <p>11 was some question asked earlier today,</p> <p>12 but that's not the specific question</p> <p>13 as I recall that was asked to me. But</p> <p>14 does this correctly reflect at that</p> <p>15 time our sales of shell eggs and egg</p> <p>16 products, yes.</p> <p>17 BY MR. SCHIRMER:</p> <p>18 Q. Would that be approximately the</p> <p>19 mix of shell eggs and egg products today?</p> <p>20 A. Today it's shifted a little</p> <p>21 bit. We're probably more 27, 28 percent egg</p> <p>22 products and remainder shell.</p> <p>23 Q. So it's gone, the egg products</p> <p>24 have gone down a little bit since the date</p> <p>25 this was --</p>	<p style="text-align: right;">Page 193</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 RA0005048, was marked for</p> <p>3 identification.)</p> <p>4 - - -</p> <p>5 COURT REPORTER: He wants it</p> <p>6 first.</p> <p>7 MR. MONICA: The only reason I</p> <p>8 ask is that we've had highly</p> <p>9 confidential issue at other depositions. I</p> <p>10 just want to make sure before I give</p> <p>11 it to the witness.</p> <p>12 MR. SCHIRMER: Anything that is</p> <p>13 highly confidential comes from your</p> <p>14 files. I swear.</p> <p>15 MR. MONICA: It could come from</p> <p>16 a competitor's files.</p> <p>17 THE WITNESS: That was in the</p> <p>18 back of this other one, just so you</p> <p>19 know.</p> <p>20 BY MR. SCHIRMER:</p> <p>21 Q. I separated it out because I</p> <p>22 wanted to ask you about it separately.</p> <p>23 A. Okay.</p> <p>24 Q. I'm showing you what has been</p> <p>25 marked as Exhibit 39. It bears Bates numbers</p>

<p style="text-align: right;">Page 194</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 RA0005046 through 5048. What is it?</p> <p>3 A. It's a questionnaire from</p> <p>4 Sysco. It's a "NEW SUPPLIER INFORMATION</p> <p>5 FORM" given to us by Sysco Food Service that</p> <p>6 David would have filled out, David Grout.</p> <p>7 Q. That's David Grout on the first</p> <p>8 page under "Supplier Contact"?</p> <p>9 A. Yes, it is.</p> <p>10 Q. I'd like you to turn to the</p> <p>11 third page of the document, page 3. I take</p> <p>12 it, there's number 17 -- I want you to look</p> <p>13 at number 17.</p> <p>14 A. Okay.</p> <p>15 Q. In light of your testimony a</p> <p>16 few minutes ago, I take it you would agree</p> <p>17 that the answer, "We serve world wide. All</p> <p>18 locations in the USA are able to be</p> <p>19 distributed to" is a correct statement?</p> <p>20 A. Yes, it is.</p> <p>21 Q. Now, look at number 22. Where</p> <p>22 it says, "WHAT IS YOUR PRICING STRUCTURE."</p> <p>23 I'd like you to look at the third sentence</p> <p>24 where it says, the first sentence says, "We</p> <p>25 set..." -- there's the question, "WHAT IS</p>	<p style="text-align: right;">Page 196</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 What does that mean?</p> <p>3 MR. MONICA: Objection.</p> <p>4 THE WITNESS: It means that</p> <p>5 depending on what the customer is</p> <p>6 looking for, we're able to accommodate</p> <p>7 them with monthly, quarterly,</p> <p>8 bi-annually or annual prices for their</p> <p>9 products.</p> <p>10 BY MR. SCHIRMER:</p> <p>11 Q. Would this be -- where it says</p> <p>12 you're setting these rates off of the Urner</p> <p>13 Barry markets for all our products shell to</p> <p>14 liquid to dry on quarterly, bi-annually,</p> <p>15 annually, is that the Rose Acre market?</p> <p>16 A. It's -- in this example here,</p> <p>17 it's talking about the Urner Barry market,</p> <p>18 which is spelled wrong.</p> <p>19 Q. Look down at number 27, please.</p> <p>20 The last -- there's a sentence that says,</p> <p>21 "This can be set to your terms, however we</p> <p>22 usually sell product at a set cost." What</p> <p>23 does that mean?</p> <p>24 MR. MONICA: Objection.</p> <p>25 THE WITNESS: The Sigma --</p>
<p style="text-align: right;">Page 195</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 YOUR PRICING STRUCTURE," and then the first</p> <p>3 sentence, We set up our pricing structure</p> <p>4 depending on the customer's markets -- needs</p> <p>5 and desires. I assume that's correct?</p> <p>6 A. Yes.</p> <p>7 Q. "This includes FOB. Delivered</p> <p>8 to specific locations, and Cost Average</p> <p>9 Delivery." What is cost average delivery?</p> <p>10 A. In this specific case when</p> <p>11 we're talking about Sysco, Sysco has multiple</p> <p>12 warehouse locations and they may ask us</p> <p>13 instead of having -- and it may be on the</p> <p>14 same truck so we may go to multiple stops.</p> <p>15 So instead of having a different price, you</p> <p>16 would take the entire, as we would call</p> <p>17 route, and you would average the freight and</p> <p>18 then give -- so you're billing each warehouse</p> <p>19 the same freight rather than having a</p> <p>20 different freight rate for each warehouse.</p> <p>21 Q. The next sentence says, "In</p> <p>22 addition we set up pricing terms on monthly,</p> <p>23 quarterly, bi-annually and annually rates off</p> <p>24 the Urnabary markets for all our products</p> <p>25 Shell to Liquid to Dry."</p>	<p style="text-align: right;">Page 197</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 they're referring -- the question is</p> <p>3 asking about the Sigma Program. Sigma</p> <p>4 has a -- Sysco/Sigma, they would</p> <p>5 have -- we're going to go into talking</p> <p>6 about specific customers. Okay to</p> <p>7 talk about --</p> <p>8 MR. MONICA: Yes.</p> <p>9 THE WITNESS: Okay.</p> <p>10 BY MR. SCHIRMER:</p> <p>11 Q. You can talk about it in</p> <p>12 general if you prefer.</p> <p>13 A. Well, okay. Let's say they</p> <p>14 have a -- they would ask us to build into</p> <p>15 their pricing funds that would be given back</p> <p>16 to national mark -- national, regional and</p> <p>17 local marketing funds, so it was up to them</p> <p>18 to determine what those -- if they tell us</p> <p>19 what those funds are that they want added to</p> <p>20 our base price, we would add it in and then</p> <p>21 rebate that money back to them.</p> <p>22 Q. So generally you sell on a set</p> <p>23 price --</p> <p>24 MR. MONICA: Objection.</p> <p>25 BY MR. SCHIRMER:</p>

50 (Pages 194 - 197)

<p style="text-align: right;">Page 198</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. -- without rebates. Is that</p> <p>3 what this is saying?</p> <p>4 MR. MONICA: Objection.</p> <p>5 THE WITNESS: No. If a</p> <p>6 customer -- if a customer would ask</p> <p>7 for that specific program, it's common</p> <p>8 in food service -- it's a very common</p> <p>9 practice in the food service business,</p> <p>10 but not necessarily in the retail</p> <p>11 shelling business.</p> <p>12 BY MR. SCHIRMER:</p> <p>13 Q. Put that one away. I don't</p> <p>14 think I'm going to have any more questions.</p> <p>15 Turn to -- earlier today we</p> <p>16 talked a little bit about some of the</p> <p>17 committees you were on with the UEP and the</p> <p>18 UEA. Do you remember that?</p> <p>19 A. Yes.</p> <p>20 Q. One of the committees was the</p> <p>21 Price Discovery Committee or the Marketing</p> <p>22 Price Discovery Committee, same thing?</p> <p>23 A. Yes.</p> <p>24 Q. What was your understanding of</p> <p>25 the Price Discovery Committee's function?</p>	<p style="text-align: right;">Page 200</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. What would be -- what is Urner</p> <p>3 Barry exactly?</p> <p>4 A. Urner Barry is a market</p> <p>5 reporting service for many different</p> <p>6 products; eggs, poultry, a lot of seafood. I</p> <p>7 don't know if they get into beef markets or</p> <p>8 not. But I know they do -- I know they do</p> <p>9 chicken and -- you know, poultry, eggs and</p> <p>10 seafood for sure.</p> <p>11 Q. I'm showing you what is to be</p> <p>12 marked as Exhibit 40, previously marked</p> <p>13 Exhibit 42 in the Rust deposition.</p> <p>14 - - -</p> <p>15 (Exhibit Hinton-40, Urner</p> <p>16 Barry's Price-Current, Bates</p> <p>17 KEL00003257 - KEL00003259, was marked</p> <p>18 for identification.)</p> <p>19 - - -</p> <p>20 BY MR. SCHIRMER:</p> <p>21 Q. What is this document?</p> <p>22 A. Looks like it's "Urner Barry's</p> <p>23 Price-Current" is the heading of it.</p> <p>24 Q. Have you ever seen one of these</p> <p>25 before?</p>
<p style="text-align: right;">Page 199</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. I don't remember exactly. I</p> <p>3 talked about -- the only thing I did talk</p> <p>4 about was I remember the grade yield size</p> <p>5 loss being the discussion point. But other</p> <p>6 than that, I don't remember all the</p> <p>7 functions, if any.</p> <p>8 Q. Would you, please, pull out</p> <p>9 Exhibit Number 2 from earlier today.</p> <p>10 A. I take it it's at the bottom?</p> <p>11 Q. Yes. It is the minutes of the</p> <p>12 Price Discovery Committee meeting -- Shell</p> <p>13 Egg Price Discovery Committee Meeting,</p> <p>14 June 7, 2002. The first full paragraph after</p> <p>15 everyone is named, it says, "Baker reported</p> <p>16 that the purpose of the meeting was to</p> <p>17 develop recommendations for Urner Barry that</p> <p>18 could improve the price discovery system</p> <p>19 regardless of the supply demand conditions."</p> <p>20 Do you have an understanding of</p> <p>21 what that sentence means?</p> <p>22 MR. MONICA: Objection.</p> <p>23 THE WITNESS: No, I don't</p> <p>24 remember.</p> <p>25 BY MR. SCHIRMER:</p>	<p style="text-align: right;">Page 201</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Yes.</p> <p>3 Q. Do you receive Urner Barry's</p> <p>4 Price-Current releases on a regular basis?</p> <p>5 A. No. We subscribe to Urner</p> <p>6 Barry's online service called Comtell.</p> <p>7 Q. Does Comtell have information</p> <p>8 similar to this price sheet?</p> <p>9 A. Yes, it does.</p> <p>10 Q. And it has this as -- you're</p> <p>11 looking at 42, which for anybody -- for any</p> <p>12 person who is not bored off the phone, bears</p> <p>13 KEL00003257 through 3259. On page number 1,</p> <p>14 it contains a statement egg products at the</p> <p>15 top, price per pound.</p> <p>16 A. Yes.</p> <p>17 Q. Is that information available</p> <p>18 in the Comtell system?</p> <p>19 A. Yes, it is.</p> <p>20 Q. Is all the information listed</p> <p>21 on this front page of the type that is</p> <p>22 available in the Comtell system?</p> <p>23 MR. MONICA: Take your time,</p> <p>24 please.</p> <p>25 THE WITNESS: In general it is,</p>

<p style="text-align: right;">Page 202</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 but this is 2004, so the format is</p> <p>3 different, and I don't know if there's</p> <p>4 some items that are no longer, I would</p> <p>5 have to look today and compare it, but</p> <p>6 in general information, that's similar</p> <p>7 information is available today on</p> <p>8 Comtell.</p> <p>9 MR. MONICA: I'm going to object</p> <p>10 to the middle column, because I don't</p> <p>11 know if you're drawing a distinction.</p> <p>12 I think it's a confusing question,</p> <p>13 especially the middle column.</p> <p>14 THE WITNESS: The what?</p> <p>15 BY MR. SCHIRMER:</p> <p>16 Q. He's talking about where it</p> <p>17 says, "EGG SITUATION," and there's</p> <p>18 essentially a commentary. Is that --</p> <p>19 A. All right. Urner Barry -- on</p> <p>20 the Comtell system today, Urner Barry,</p> <p>21 there's a mid-morning tone that is published</p> <p>22 on Comtell each day. At the end of each day</p> <p>23 there is -- I don't know if it's every day, I</p> <p>24 can't recall for sure, but there's some</p> <p>25 commentary that is published on the Comtell</p>	<p style="text-align: right;">Page 204</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Comtell lists lots of government reports.</p> <p>3 And I think you can access the government,</p> <p>4 the USDA report through the Comtell site.</p> <p>5 But I don't know, I don't know -- I'm not</p> <p>6 aware that Urner Barry would do it. But</p> <p>7 they -- I think you can access the government</p> <p>8 information through the Comtell.</p> <p>9 Q. As part of your job as the --</p> <p>10 you're the head of sales now?</p> <p>11 A. Yes, I am.</p> <p>12 Q. As part of your job --</p> <p>13 A. For Rose Acre Farms.</p> <p>14 Q. For Rose Acre -- obviously only</p> <p>15 for Rose Acre.</p> <p>16 As part of your job as the head</p> <p>17 of sales for Rose Acre and previously as a</p> <p>18 part of your job as a member of the sales</p> <p>19 staff, did you as part of your ordinary</p> <p>20 course of business review the price</p> <p>21 quotations listed on Comtell or the Urner</p> <p>22 Barry system on a regular basis?</p> <p>23 A. The price reported on -- yes, I</p> <p>24 did.</p> <p>25 Q. Could we -- would it be fair to</p>
<p style="text-align: right;">Page 203</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 system.</p> <p>3 Q. During the period 2000 to 2008,</p> <p>4 did Rose Acre subscribe to the Comtell</p> <p>5 system?</p> <p>6 A. I'm not sure when Comtell</p> <p>7 started exactly. I don't remember what year</p> <p>8 it was actually available as Comtell. It's</p> <p>9 possible, but I can't remember the year.</p> <p>10 Q. During the period 2008 -- 2002</p> <p>11 to 2008, did Rose Acre either subscribe to</p> <p>12 the Comtell system or a system that would</p> <p>13 give Urner Barry Current or price sheet</p> <p>14 system so that it would give similar</p> <p>15 information to the information of the prices</p> <p>16 of egg products and regional table grade eggs</p> <p>17 listed on the first page of Exhibit 42?</p> <p>18 A. Yes.</p> <p>19 Q. Now, did the Comtell system</p> <p>20 also provide information about the retail</p> <p>21 prices of eggs?</p> <p>22 A. Urner Barry, that I recall,</p> <p>23 does not do any for any retail reporting of</p> <p>24 eggs, USDA does. And with what USDA</p> <p>25 publishes, I believe that you can -- that</p>	<p style="text-align: right;">Page 205</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 say that -- strike that.</p> <p>3 Why would you review the Urner</p> <p>4 Barry data on a regular basis?</p> <p>5 A. Because I sell eggs off of --</p> <p>6 in a relationship to the Urner Barry market.</p> <p>7 Q. Would you agree that the Urner</p> <p>8 Barry prices are a benchmark for prices in</p> <p>9 the industry?</p> <p>10 MR. MONICA: Objection to the</p> <p>11 term "benchmark." You can answer.</p> <p>12 THE WITNESS: They -- the Urner</p> <p>13 Barry, the numbers reflect and report</p> <p>14 on Urner Barry for shell eggs, I would</p> <p>15 refer to as a benchmark, but not for</p> <p>16 egg products.</p> <p>17 - - -</p> <p>18 (Exhibit Hinton-41, E-mail</p> <p>19 chain, Bates RAUPDATE0007136, was</p> <p>20 marked for identification.)</p> <p>21 - - -</p> <p>22 MR. SCHIRMER: I'll show you</p> <p>23 Exhibit 41 in just a moment.</p> <p>24 BY MR. SCHIRMER:</p> <p>25 Q. I'm showing you what has been</p>

<p style="text-align: right;">Page 206</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 marked as Exhibit 41, carrying Bates stamp</p> <p>3 label RAUPDATE0007136.</p> <p>4 A. It's --</p> <p>5 Q. What is it?</p> <p>6 A. It's an e-mail from myself to</p> <p>7 Marcus Rust.</p> <p>8 Q. With an e-mail from Marcus Rust</p> <p>9 back to you at the top of it. Is that right?</p> <p>10 A. Yes, it is.</p> <p>11 Q. In the first sentence of the</p> <p>12 portion of the e-mail from you to Mr. Rust</p> <p>13 dated Monday, September 13, 2004, it says, "I</p> <p>14 think that to pick up new business we are</p> <p>15 going to have to consider -21 back for</p> <p>16 private label."</p> <p>17 What did you mean when you</p> <p>18 wrote that?</p> <p>19 A. That for private label which</p> <p>20 refers to the customer brand eggs, that as a</p> <p>21 base price, that to move our market to 21 --</p> <p>22 to go 21 back as a guideline when we're</p> <p>23 backing customers.</p> <p>24 Q. 21 back of what?</p> <p>25 A. 21 back of the Urner Barry</p>	<p style="text-align: right;">Page 208</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 I'm sorry.</p> <p>3 A. Sorry.</p> <p>4 Q. Now, "...-21 for private label</p> <p>5 for Save-A-Lot and Aldi," was that off the</p> <p>6 Rose Acre or the Urner Barry market?</p> <p>7 A. Private labels were sold off</p> <p>8 the Urner Barry market.</p> <p>9 Q. That's all on that.</p> <p>10 Would you, please, look at</p> <p>11 Exhibit 29 for a moment. It's a letter from</p> <p>12 you, you recall, to John Gregorich of Kraft</p> <p>13 Foods. Is that right?</p> <p>14 A. Yes.</p> <p>15 Q. The last sentence of the first</p> <p>16 paragraph, "Any day that Urner Barry doesn't</p> <p>17 quote a certified market, we will use the</p> <p>18 non-certified market quote for that day."</p> <p>19 What does that mean?</p> <p>20 A. Urner Barry has a -- for liquid</p> <p>21 eggs, they have a certified market and a</p> <p>22 non-certified market. And at that time if</p> <p>23 there wasn't -- what I was stating is if</p> <p>24 there's not a certified market, if Urner</p> <p>25 Barry doesn't report a certified market on a</p>
<p style="text-align: right;">Page 207</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 market.</p> <p>3 Q. Now, the last sentence of that</p> <p>4 paragraph says, "We are at a base of -22 for</p> <p>5 RA/Dutchfarms in Chicago and at -21 for</p> <p>6 private label for Save-A-Lot and Aldi."</p> <p>7 What did you mean when you say</p> <p>8 "We are at a base of -22 for RA/Dutchfarms in</p> <p>9 Chicago..."?</p> <p>10 A. RA means Rose Acre/ -- we had a</p> <p>11 dual label that had Rose Acre and Dutch</p> <p>12 Farms' name on it. It was a dual branded</p> <p>13 carton for that customer, for Dutch Farms.</p> <p>14 Q. That means 22 off of the Urner</p> <p>15 Barry number?</p> <p>16 MR. MONICA: Objection.</p> <p>17 THE WITNESS: When was this?</p> <p>18 2004. I believe -- without looking at</p> <p>19 records, it may have been the Rose</p> <p>20 Acre market, not the Urner Barry</p> <p>21 market for the Rose Acre/Dutch Farms</p> <p>22 product. But I'd have to look at</p> <p>23 records for sure.</p> <p>24 BY MR. SCHIRMER:</p> <p>25 Q. Didn't mean to interrupt you,</p>	<p style="text-align: right;">Page 209</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 given day, that we would use the</p> <p>3 non-certified quote for that day.</p> <p>4 Q. Does Urner Barry have a</p> <p>5 certified quote for shell eggs?</p> <p>6 A. Not today, no.</p> <p>7 Q. Did they during the period 2000</p> <p>8 to 2008?</p> <p>9 A. I believe there was a period</p> <p>10 they had, I don't know exactly when it was.</p> <p>11 Q. Was that quote a national quote</p> <p>12 or was that a -- was that broken down by</p> <p>13 region?</p> <p>14 A. On the certified quote?</p> <p>15 Q. Yes.</p> <p>16 A. I don't recall. Today we have</p> <p>17 basically five regional quotes, but I can't</p> <p>18 remember.</p> <p>19 Q. When you say today we have five</p> <p>20 regional quotes, does that -- you're talking</p> <p>21 about in general for Urner Barry's --</p> <p>22 A. Shell eggs, I'm sorry.</p> <p>23 Q. -- shell eggs. As I understood</p> <p>24 your testimony, there is not currently a</p> <p>25 shell egg certified quote separate from the</p>



<p style="text-align: right;">Page 210</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 general shell eggs quote?</p> <p>3 A. Correct, for shell eggs.</p> <p>4 Q. But there is one for liquid</p> <p>5 eggs?</p> <p>6 A. Yes, there is.</p> <p>7 Q. Is that on a regional basis or</p> <p>8 is that on a national basis?</p> <p>9 A. National basis.</p> <p>10 - - -</p> <p>11 (Exhibit Hinton-42, August 2008</p> <p>12 Sales Report, Bates RAUPDATE0019887 &amp;</p> <p>13 RAUPDATE0019888, was marked for</p> <p>14 identification.)</p> <p>15 - - -</p> <p>16 BY MR. SCHIRMER:</p> <p>17 Q. I'm showing you what has been</p> <p>18 marked Hinton-42. This is a document, yes,</p> <p>19 it says, "HIGHLY CONFIDENTIAL," but Greg</p> <p>20 Hinton wrote it, so...</p> <p>21 MR. MONICA: I won't object in</p> <p>22 that case.</p> <p>23 BY MR. SCHIRMER:</p> <p>24 Q. It bears Bates label</p> <p>25 RAUPDATE0019887 through 19888. I'm really</p>	<p style="text-align: right;">Page 212</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 when I quit preparing a document like this.</p> <p>3 But it was a monthly report that was -- that</p> <p>4 I prepared to give out to -- and I don't --</p> <p>5 did all the members get it? Yeah. That I</p> <p>6 prepared and give to the Board, but I</p> <p>7 don't -- like I said, I don't recall the time</p> <p>8 frame that I did this report.</p> <p>9 Q. I will represent to you that</p> <p>10 you at least did it in 2007 and 2008. You</p> <p>11 said you no longer prepare it. When did you</p> <p>12 stop preparing this type of document?</p> <p>13 A. I don't remember.</p> <p>14 Q. What caused you -- did somebody</p> <p>15 else prepare this document?</p> <p>16 A. No. If -- there's no document</p> <p>17 like this prepared anymore.</p> <p>18 Q. And you don't recall when it</p> <p>19 was stopped?</p> <p>20 A. No, I don't.</p> <p>21 Q. Look at the first sentence.</p> <p>22 "The Midwest UB large began the month at</p> <p>23 \$1.10 fell to 97¢ for two weeks and then has</p> <p>24 rebounded to a current market of \$1.14."</p> <p>25 Do you see that?</p>
<p style="text-align: right;">Page 211</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 just interested in the first couple of</p> <p>3 paragraphs. But have a look. You see on the</p> <p>4 second page it says, "Thanks Greg Hinton</p> <p>5 8/8/08." What is this document?</p> <p>6 A. This is a document that was</p> <p>7 prepared for the Board of Directors of Rose</p> <p>8 Acre Farms.</p> <p>9 Q. Do you prepare it?</p> <p>10 A. Yes. I used to.</p> <p>11 Q. Why don't we follow up right</p> <p>12 there. What do you mean you used to prepare</p> <p>13 this, let's say this type of report?</p> <p>14 A. I just don't do this particular</p> <p>15 document anymore.</p> <p>16 Q. Is this a report that was</p> <p>17 prepared or is still -- strike that. I</p> <p>18 object to that.</p> <p>19 Is this a type of document that</p> <p>20 is prepared during the period 2000-2008 that</p> <p>21 was prepared on a periodic basis for the</p> <p>22 Board of Directors?</p> <p>23 A. I prepared it, I can't tell</p> <p>24 you, I don't remember exact dates when I</p> <p>25 started doing a report like this or exactly</p>	<p style="text-align: right;">Page 213</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Yes.</p> <p>3 Q. What is the Midwest UB large?</p> <p>4 A. That would be the Midwest Urner</p> <p>5 Barry large egg report, egg market.</p> <p>6 Q. And it says in the third</p> <p>7 sentence, "Mediums have dropped from 91¢ to</p> <p>8 78¢ and has only rebounded to 81¢." Is that</p> <p>9 referring to the Midwest Urner Barry market</p> <p>10 quotation?</p> <p>11 A. For medium eggs, correct.</p> <p>12 Q. Why do you use the -- in your</p> <p>13 reports to the Board, why did you use the</p> <p>14 Midwest Urner Barry quotation?</p> <p>15 A. Because that's the region that</p> <p>16 we're located in. Our main headquarters, a</p> <p>17 lot of our firms are in the Midwest so I just</p> <p>18 report -- I just would list what the Urner</p> <p>19 Barry was for the Midwest.</p> <p>20 Q. As -- would you use it as an</p> <p>21 example of what the egg market is doing for</p> <p>22 the Board?</p> <p>23 A. Yes.</p> <p>24 MR. SCHIRMER: Could we take a</p> <p>25 short break?</p>

<p style="text-align: right;">Page 214</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 MR. MONICA: Sure.</p> <p>3 VIDEOGRAPHER: We are off the</p> <p>4 record at 3:28.</p> <p>5 - - -</p> <p>6 (A recess was taken.)</p> <p>7 - - -</p> <p>8 VIDEOGRAPHER: We are back on</p> <p>9 the record at 3:48.</p> <p>10 BY MR. SCHIRMER:</p> <p>11 Q. Mr. Hinton, as a salesperson,</p> <p>12 over the period 2002 to 2008 and today, was</p> <p>13 part of your job following the markets for</p> <p>14 eggs?</p> <p>15 A. I guess, what do you mean by</p> <p>16 "following the markets"?</p> <p>17 Q. Do you have to know what's</p> <p>18 going on in the market -- in the market for</p> <p>19 eggs in order to help price and sell your</p> <p>20 product?</p> <p>21 A. Which market are you talking</p> <p>22 about?</p> <p>23 Q. Let's -- how about the market</p> <p>24 for retail market for shell eggs.</p> <p>25 A. But what market are you</p>	<p style="text-align: right;">Page 216</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 earlier, it's the USDA -- title of it is</p> <p>3 "USDA Weekly Retail Shell Feature Activity."</p> <p>4 Q. You said that you could -- I</p> <p>5 believe you said you could access that</p> <p>6 through the Comtell system?</p> <p>7 A. I said I think you may be able</p> <p>8 to get to this through Comtell. It's</p> <p>9 published on the USDA AMS's Web site, but I</p> <p>10 said that I think you can get to this through</p> <p>11 the Comtell site. Yes.</p> <p>12 Q. I didn't want to misstate what</p> <p>13 you said.</p> <p>14 Do you review document, this</p> <p>15 kind of information on a periodic basis as</p> <p>16 part of your job as a head of sales at Rose</p> <p>17 Acre?</p> <p>18 A. The retail activity, USDA's</p> <p>19 report, I can recall maybe looking at it a</p> <p>20 couple times a year. I don't use this as the</p> <p>21 course of my business, no.</p> <p>22 Q. But you do review the</p> <p>23 quotations on the Urner Barry system on a</p> <p>24 periodic basis?</p> <p>25 A. The Urner Barry, yes, I do.</p>
<p style="text-align: right;">Page 215</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 referring to?</p> <p>3 Q. Is there more than one retail</p> <p>4 market for shell eggs?</p> <p>5 A. Is there a specific market you</p> <p>6 want to ask me about?</p> <p>7 MR. SCHIRMER: Please mark this</p> <p>8 one 43.</p> <p>9 - - -</p> <p>10 (Exhibit Hinton-43, USDA Weekly</p> <p>11 Retail Shell Feature Activity, Bates</p> <p>12 RA0007500 &amp; RA0007501, was marked for</p> <p>13 identification.)</p> <p>14 - - -</p> <p>15 BY MR. SCHIRMER:</p> <p>16 Q. Please look at what has been</p> <p>17 marked as Hinton-43, bearing Bates numbers</p> <p>18 RA 007500 and RA0007501.</p> <p>19 A. [Reviewing document.]</p> <p>20 Q. Do you have an understanding</p> <p>21 what this document is?</p> <p>22 A. Yes. I've seen a document like</p> <p>23 this before, yes.</p> <p>24 Q. What is it?</p> <p>25 A. It's USDA, I referred to this</p>	<p style="text-align: right;">Page 217</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 MR. SCHIRMER: I'm showing you</p> <p>3 what is to be marked as Hinton-44.</p> <p>4 - - -</p> <p>5 (Exhibit Hinton-44, E-mails,</p> <p>6 Bates RAUPDATE0044684, was marked for</p> <p>7 identification.)</p> <p>8 - - -</p> <p>9 BY MR. SCHIRMER:</p> <p>10 Q. It bears Bates number</p> <p>11 RAUPDATE0044684. What is it?</p> <p>12 A. It's an e-mail trail -- or an</p> <p>13 e-mail. I don't know if it's a trail, it's</p> <p>14 an e-mail. There's a couple looks like</p> <p>15 one -- a couple different e-mails here.</p> <p>16 Q. At the top there's an e-mail</p> <p>17 that is from you to Marcus Rust. Is that</p> <p>18 correct? Which forwards a previous e-mail</p> <p>19 from Kevin Whaley to Kevin Whaley, Greg</p> <p>20 Hinton, Sean Delano and Bill Bradley. Is</p> <p>21 that right?</p> <p>22 A. Yes.</p> <p>23 Q. Who is Kevin Whaley?</p> <p>24 A. He's with CCF Brands.</p> <p>25 Q. What is CCF Brands?</p>

55 (Pages 214 - 217)

<p style="text-align: right;">Page 218</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Country Creek Farms.</p> <p>3 Q. What is Country Creek Farms?</p> <p>4 A. They sell eggs to -- well, they</p> <p>5 sell food, they sell eggs along with some</p> <p>6 other food products.</p> <p>7 Q. Is it -- do they sell shell</p> <p>8 eggs?</p> <p>9 A. Yes, they sell shell eggs.</p> <p>10 They sell some liquid eggs. And I know</p> <p>11 they -- I think they sell bagels and they</p> <p>12 sell -- they might sell pies and -- gosh,</p> <p>13 what else. They sell some other food</p> <p>14 products.</p> <p>15 Q. Do they sell to, directly to</p> <p>16 consumers?</p> <p>17 A. Not that I'm aware of, no.</p> <p>18 Q. To whom --</p> <p>19 A. To supermarkets.</p> <p>20 Q. And Sean Delano, who is Sean</p> <p>21 Delano?</p> <p>22 A. She works for CCF Brands as</p> <p>23 well.</p> <p>24 Q. Do you know what his position</p> <p>25 is?</p>	<p style="text-align: right;">Page 220</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 exactly what you're trying to understand.</p> <p>3 A. The e-mail, the date and time,</p> <p>4 it's the same -- day later. Let's see, 2008.</p> <p>5 The gist of it is he's asking me if the egg</p> <p>6 program with regard to some of the customers</p> <p>7 he mentions in the first e-mail, the</p> <p>8 differences between their egg program and the</p> <p>9 Wal-Mart egg program is what he's asking.</p> <p>10 Q. Was CCF Brands on the Wal-Mart</p> <p>11 program?</p> <p>12 A. We sold eggs to CCF going to</p> <p>13 Wal-Mart. Well, so CCF was our -- we sold</p> <p>14 CCF who sold to Wal-Mart.</p> <p>15 Q. What is the Wal-Mart program or</p> <p>16 was it at the time?</p> <p>17 A. What do you mean by date</p> <p>18 that --</p> <p>19 Q. It says, the -- "If we made</p> <p>20 them equal, what would have to be dropped</p> <p>21 from the walmart program?"</p> <p>22 What's the Wal-Mart program?</p> <p>23 What does that mean?</p> <p>24 A. He's referring -- in this case,</p> <p>25 the Wal-Mart program, he would be referring</p>
<p style="text-align: right;">Page 219</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. 2008 --</p> <p>3 Q. What his position was in 2008?</p> <p>4 A. He worked with -- well, with me</p> <p>5 he worked with shell eggs, I don't know</p> <p>6 exactly what his title, you know, would have</p> <p>7 been what else he worked on there, but I</p> <p>8 worked with him on shell eggs.</p> <p>9 Q. If you look at the portion of</p> <p>10 the message that is forwarded from Kevin</p> <p>11 Whaley to you, among others, it says what --</p> <p>12 at the pricing I'm comparing in this e-mail</p> <p>13 to the previous two weeks. What I really</p> <p>14 need to more thoroughly understand is in</p> <p>15 reference to the total program cost</p> <p>16 difference.</p> <p>17 As you sit here, do you know</p> <p>18 what you meant -- what he meant by "total</p> <p>19 program cost difference"? Look down at the</p> <p>20 bottom, the e-mail from Whaley to you.</p> <p>21 A. I was -- you asked me and I was</p> <p>22 reading through the whole thing so I could</p> <p>23 see if I can draw a conclusion to what that</p> <p>24 was.</p> <p>25 Q. I'm trying to understand</p>	<p style="text-align: right;">Page 221</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 to the Wal-Mart specifications.</p> <p>3 Q. Now, please look at number 9</p> <p>4 where he says, "Etc." "What other</p> <p>5 differences that make retails lower?" Do you</p> <p>6 have an understanding of what Mr. Whaley was</p> <p>7 talking about there?</p> <p>8 A. No, I don't.</p> <p>9 Q. A little while ago you were</p> <p>10 speaking to Mr. Allen, I believe, and you</p> <p>11 testified you don't -- there are a number of</p> <p>12 factors that contribute to the egg -- price</p> <p>13 of eggs in the market. Am I right there?</p> <p>14 A. I don't recall the exact</p> <p>15 wording, but there are -- I would agree that</p> <p>16 there's a lot of factors that affect the</p> <p>17 price of eggs in the market.</p> <p>18 Q. And during that time -- now,</p> <p>19 did you ever send projections to the egg</p> <p>20 market to clients like Kraft or other of your</p> <p>21 clients, your customers?</p> <p>22 A. Projections, I would.</p> <p>23 Q. Well, did you ever -- go ahead.</p> <p>24 A. Yes, I've been asked for</p> <p>25 customers to give them an idea of what</p>

56 (Pages 218 - 221)

<p style="text-align: right;">Page 222</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 they -- because they asked me, they say for</p> <p>3 their budget purposes, they need to give</p> <p>4 reports based on what we see that the market</p> <p>5 may be doing and I would -- I've sent reports</p> <p>6 to customers giving them my best guess on</p> <p>7 what the market might do -- what the market</p> <p>8 may be doing in the future, but obviously no</p> <p>9 idea what it will do, but just my best idea.</p> <p>10 I've done that, yes.</p> <p>11 Q. When you did that, you gave</p> <p>12 them your best guess, you wouldn't lie to</p> <p>13 your customer?</p> <p>14 A. No. I would give them my best,</p> <p>15 honest guess.</p> <p>16 Q. I'm showing you what is to be</p> <p>17 marked Hinton Number 45. It bears Bates</p> <p>18 numbers RAUPDATE0008335 and 36.</p> <p>19 - - -</p> <p>20 (Exhibit Hinton-45, 7/2/04</p> <p>21 E-mail, Bates RAUPDATE0008335 &amp;</p> <p>22 RAUPDATE0008336, was marked for</p> <p>23 identification.)</p> <p>24 - - -</p> <p>25 BY MR. SCHIRMER:</p>	<p style="text-align: right;">Page 224</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. That was Don Bell's, the</p> <p>3 numbers from Don Bell's report, the year-end</p> <p>4 inventory of number of layers in the United</p> <p>5 States.</p> <p>6 Q. Now, down at the bottom you</p> <p>7 have a section, or near the bottom of this</p> <p>8 first page, RAUPDATE0008335, you have a</p> <p>9 section called "Projections." Do you see</p> <p>10 that?</p> <p>11 A. Yes.</p> <p>12 Q. The third sentence down states,</p> <p>13 As always there is always the possibility of</p> <p>14 disease that could change everything.</p> <p>15 A. Yes.</p> <p>16 Q. What does that mean?</p> <p>17 A. That's referring to many</p> <p>18 different diseases. One of the main ones</p> <p>19 that we face every day is the concern about</p> <p>20 avian influenza like to just -- kind of</p> <p>21 ravaged the Mexican egg market, the egg</p> <p>22 industry in Mexico for the last couple of</p> <p>23 years. The U.S., our biggest incident with</p> <p>24 that was in -- back in '93 when 11 million</p> <p>25 birds were culled in the State of</p>
<p style="text-align: right;">Page 223</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Have you had a moment to look</p> <p>3 at it, sir?</p> <p>4 A. Yes.</p> <p>5 Q. What is it?</p> <p>6 A. It's an e-mail that I sent to</p> <p>7 Bradley Katz at Kraft Foods.</p> <p>8 Q. In this you provide Don Bell's</p> <p>9 projection for the large shell egg market for</p> <p>10 the balance of 2004-2005. Who is Don Bell?</p> <p>11 A. He is an economist for, I</p> <p>12 believe it's Cal -- I think Cal State</p> <p>13 Fullerton. And he works -- he also does some</p> <p>14 work with the -- today with the Egg Industry</p> <p>15 Center in Ames, Iowa.</p> <p>16 Q. The second -- the third</p> <p>17 sentence in this e-mail, this is an e-mail</p> <p>18 from you to Bradley Katz of Kraft?</p> <p>19 A. Correct.</p> <p>20 Q. You say the year-end inventory</p> <p>21 is projected to be 287.3 million compared to</p> <p>22 279.5 million at the end of 2003. What do</p> <p>23 you mean by -- what did you mean when you</p> <p>24 said -- when you talked about the year-end</p> <p>25 inventory?</p>	<p style="text-align: right;">Page 225</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Pennsylvania because of avian influenza. And</p> <p>3 then since then it's -- we see it occur every</p> <p>4 year throughout the world, a lot of it --</p> <p>5 mainly in Asia, but there's a huge concern</p> <p>6 about what's going on in Mexico right now,</p> <p>7 that that doesn't get into the U.S. So avian</p> <p>8 influenza is the largest. The other would be</p> <p>9 Exotic Newcastle Disease, Merricks, for</p> <p>10 example, that we are -- we've had -- our</p> <p>11 company experienced the last couple of years</p> <p>12 with the problem. So a disease in your</p> <p>13 business can be one of the single biggest</p> <p>14 factors that can affect egg supply.</p> <p>15 Q. Because it leads to birds being</p> <p>16 taken out of production?</p> <p>17 A. Because it would kill your bird</p> <p>18 or impair the production of that bird, yes.</p> <p>19 Q. Now, you said that a disease in</p> <p>20 the business can be one of the single biggest</p> <p>21 factors that can affect egg supply. The</p> <p>22 reason you note that here is because that</p> <p>23 could affect the price of eggs?</p> <p>24 A. If you -- tomorrow if 11</p> <p>25 million birds die in the U.S., yes, it will</p>

57 (Pages 222 - 225)

<p style="text-align: right;">Page 226</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 affect the price of eggs.</p> <p>3 Q. At the bottom of this and the</p> <p>4 top of the next page, you also say -- talk</p> <p>5 about "Current 59 Square inches. It depends</p> <p>6 on how many birds are added to offset the</p> <p>7 increase of cage space."</p> <p>8 MR. MONICA: He only has</p> <p>9 one page.</p> <p>10 THE WITNESS: I only have one</p> <p>11 page.</p> <p>12 MS. CRABTREE: We wrote on it.</p> <p>13 - - -</p> <p>14 (A discussion off the record</p> <p>15 occurred.)</p> <p>16 - - -</p> <p>17 MR. MONICA: Keep that together.</p> <p>18 BY MR. SCHIRMER:</p> <p>19 Q. "Current 59 Square inches."</p> <p>20 What's that mean?</p> <p>21 A. That's -- "Current 59 Square</p> <p>22 inches" is referring to the UEP Certified Egg</p> <p>23 Program, Animal Welfare Program.</p> <p>24 Q. And why would you put -- what</p> <p>25 was the purpose of informing Mr. Katz about</p>	<p style="text-align: right;">Page 228</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 effect would that have on the price of eggs?</p> <p>3 MR. MONICA: Objection.</p> <p>4 THE WITNESS: In Rose -- as I've</p> <p>5 stated before, in Rose Acre's case, we</p> <p>6 continue to add production ever since</p> <p>7 1980s since I've been with the</p> <p>8 company. We're building then and</p> <p>9 we're building today. So we never did</p> <p>10 stop building.</p> <p>11 BY MR. SCHIRMER:</p> <p>12 Q. I understand that. That's not</p> <p>13 what you're saying to your client here. Are</p> <p>14 you saying that this only relates to Rose</p> <p>15 Acre?</p> <p>16 MR. MONICA: Objection.</p> <p>17 Argumentative.</p> <p>18 THE WITNESS: This is my</p> <p>19 projection that I provided to my</p> <p>20 customer.</p> <p>21 BY MR. SCHIRMER:</p> <p>22 Q. And you said Rose Acre</p> <p>23 continued to add capacity during the entire</p> <p>24 time. Are you aware of any documents</p> <p>25 produced by Rose Acre which compare the</p>
<p style="text-align: right;">Page 227</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 the current square inches and the remaining</p> <p>3 schedule for Animal Certified Care Program in</p> <p>4 your projection of egg prices?</p> <p>5 A. I was giving him the schedule</p> <p>6 of -- the phase-in schedule for the square</p> <p>7 inches for the program.</p> <p>8 Q. Why would that have any affect</p> <p>9 on the projection for the egg market?</p> <p>10 A. As I stated, after I gave the</p> <p>11 square inches, then I discussed how many</p> <p>12 birds are added to offset the increase in</p> <p>13 cage space.</p> <p>14 Q. And if there -- but you also</p> <p>15 say -- don't you always say, "A major factor</p> <p>16 is the difficulty in getting permits for new</p> <p>17 housing"?</p> <p>18 A. That can be a factor, yes.</p> <p>19 Q. Didn't you say "A major factor</p> <p>20 is the difficulty in getting permits for new</p> <p>21 housing"?</p> <p>22 A. Yes, I did.</p> <p>23 Q. So if there is difficulty in</p> <p>24 getting permits for new housing so that you</p> <p>25 cannot offset the increased cage space, what</p>	<p style="text-align: right;">Page 229</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 capacity of the facilities prior to the</p> <p>3 Animal Care Certified Program and after the</p> <p>4 implementation of the Animal Care Certified</p> <p>5 Program?</p> <p>6 A. No, I'm not, if there is.</p> <p>7 - - -</p> <p>8 (Exhibit Hinton-46, 1/22/06</p> <p>9 E-mail, Bates RAUPDATE0015948 -</p> <p>10 RAUPDATE0015951, was marked for</p> <p>11 identification.)</p> <p>12 - - -</p> <p>13 BY MR. SCHIRMER:</p> <p>14 Q. I'm showing you what has been</p> <p>15 marked as Hinton-46, previously marked as</p> <p>16 Rust Exhibit 40. This bears Bates number</p> <p>17 RAUPDATE0015948 through 15951.</p> <p>18 Have you ever seen this</p> <p>19 document before?</p> <p>20 A. My name is on the e-mail, but I</p> <p>21 don't remember it, no.</p> <p>22 Q. Your e-mail --</p> <p>23 A. It was sent to me.</p> <p>24 Q. Your e-mail is</p> <p>25 ghinton@goodegg.com?</p>

58 (Pages 226 - 229)

<p style="text-align: right;">Page 230</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Yes, it is.</p> <p>3 Q. Does this refresh your</p> <p>4 recollection as to whether Rose Acre ever did</p> <p>5 a comparison showing what the difference was</p> <p>6 between what farms had at the beginning of</p> <p>7 the program and what they had as of 2008 --</p> <p>8 MR. MONICA: Objection.</p> <p>9 BY MR. SCHIRMER:</p> <p>10 Q. -- in terms of layers?</p> <p>11 MR. MONICA: Objection.</p> <p>12 BY MR. SCHIRMER:</p> <p>13 Q. Clearly, just to clarify,</p> <p>14 obviously there are farms here that were</p> <p>15 acquired by Rose Acre or where ground was not</p> <p>16 broken until after the Animal Care Certified</p> <p>17 Program was already begun or entered into.</p> <p>18 MR. MONICA: Objection.</p> <p>19 BY MR. SCHIRMER:</p> <p>20 Q. So does this refresh your</p> <p>21 recollection as to whether Rose Acre did an</p> <p>22 analysis of the effects of the Animal Care</p> <p>23 Certified Program on its layer capacity?</p> <p>24 MR. MONICA: Objection.</p> <p>25 THE WITNESS: Like I said, I</p>	<p style="text-align: right;">Page 232</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Schnucks Markets.</p> <p>3 Q. Please look at page, the first</p> <p>4 page of this document where you have</p> <p>5 forwarded to, is the name Steve --</p> <p>6 A. Zielinski.</p> <p>7 Q. Zielinski, thank you. You</p> <p>8 forward to Steve Zielinski a -- something</p> <p>9 that's subject "RE: Holy Eggs." I don't</p> <p>10 know that what that means. But it says,</p> <p>11 "Steve; On August 31, 2007 Don Bell an</p> <p>12 economist I think at UC Irving who projects</p> <p>13 egg markets made the following projections</p> <p>14 for the UB Midwest Large Market."</p> <p>15 Do you see that?</p> <p>16 A. Yes.</p> <p>17 Q. And under -- and then there's a</p> <p>18 series of dates and numbers. What are those</p> <p>19 dates and numbers?</p> <p>20 A. Those are -- well, if this was</p> <p>21 August of 2007, that would be September 2007</p> <p>22 going forward into 2008. And that would be</p> <p>23 Don Bell's market projections for the Midwest</p> <p>24 Urner Barry large market.</p> <p>25 Q. And he says -- and you say</p>
<p style="text-align: right;">Page 231</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 don't remember this, but if this</p> <p>3 obviously is a Rose Acre report and --</p> <p>4 it is a Rose Acre report. I just</p> <p>5 don't remember it.</p> <p>6 - - -</p> <p>7 (Exhibit Hinton-47, E-mail</p> <p>8 chain, Bates RA0014751 - RA0014753,</p> <p>9 was marked for identification.)</p> <p>10 - - -</p> <p>11 BY MR. SCHIRMER:</p> <p>12 Q. I'm showing you what has been</p> <p>13 marked as Hinton Exhibit 47, bears Bates</p> <p>14 number RA0014751 through RA0014753.</p> <p>15 A. Okay. I'm sorry.</p> <p>16 Q. I haven't asked anything yet.</p> <p>17 I will, I promise.</p> <p>18 A. I didn't think so.</p> <p>19 Q. I was just announcing in case</p> <p>20 there is someone still on the phone.</p> <p>21 Do you recognize what's been --</p> <p>22 what has been marked as Hinton-47?</p> <p>23 A. I don't specifically remember</p> <p>24 it, but it's an e-mail, it's an e-mail</p> <p>25 communication with myself and the buyer at</p>	<p style="text-align: right;">Page 233</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 here, "He bases his projection on the</p> <p>3 previous 24 month chick hatch, seasonal egg</p> <p>4 price patterns and a monthly adjustment using</p> <p>5 most recent published UB MW Large market."</p> <p>6 Why would he use the previous</p> <p>7 24 hours chick hatch in order to make a</p> <p>8 projection of the UB market, Midwest large</p> <p>9 market for eggs?</p> <p>10 MR. MONICA: Objection. Calls</p> <p>11 for speculation and expert testimony.</p> <p>12 You can answer if you can.</p> <p>13 THE WITNESS: I took that right</p> <p>14 off of his report. I wrote exactly</p> <p>15 what he wrote, and my thinking would</p> <p>16 be he's using chick hatch to help him</p> <p>17 know how many -- as I say for our</p> <p>18 process, you plan your schedule, so if</p> <p>19 he's looking at chick hatches, he</p> <p>20 knows how many chickens are coming.</p> <p>21 Does that -- I mean, generally that's</p> <p>22 what I would -- but you would need to</p> <p>23 ask Don exactly, but that would be my</p> <p>24 thought, he's trying to predict the --</p> <p>25 because part of Don's report also</p>

59 (Pages 230 - 233)

<p style="text-align: right;">Page 234</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 along with the projections, he</p> <p>3 projects out layer numbers in the U.S.</p> <p>4 also, how many chickens. That's part</p> <p>5 of his report.</p> <p>6 BY MR. SCHIRMER:</p> <p>7 Q. To your understanding, is the</p> <p>8 number of layers a significant factor in the</p> <p>9 price of eggs?</p> <p>10 MR. MONICA: Objection. Asked</p> <p>11 and answered.</p> <p>12 THE WITNESS: Demand is a</p> <p>13 significant factor, that I would say</p> <p>14 is a big significant factor in the</p> <p>15 price of eggs. But -- because you --</p> <p>16 you had to -- you'd have to go to a</p> <p>17 certain point in time if you want to</p> <p>18 talk about numbers compared to demand</p> <p>19 to draw a conclusion to that.</p> <p>20 BY MR. SCHIRMER:</p> <p>21 Q. Who is Ann Mesavage? Do you</p> <p>22 know who Ann Mesavage is? I may be</p> <p>23 pronouncing it wrong.</p> <p>24 A. Not off the top of my head, no.</p> <p>25 - - -</p>	<p style="text-align: right;">Page 236</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. My guess is Mesavage. Yes.</p> <p>3 Q. In this e-mail, this is an</p> <p>4 e-mail you -- the first one is an e-mail you</p> <p>5 wrote, is it -- or is it an e-mail you wrote?</p> <p>6 MR. MONICA: Objection as to</p> <p>7 first.</p> <p>8 MR. SCHIRMER: The top, one on</p> <p>9 the top. How about that?</p> <p>10 THE WITNESS: I wrote this top</p> <p>11 e-mail, yes.</p> <p>12 BY MR. SCHIRMER:</p> <p>13 Q. Now, in the third sentence</p> <p>14 down, you say, "Over the last two years we</p> <p>15 have seen the flock size run between 280-285</p> <p>16 million birds. This is down from a high of</p> <p>17 around 290..."</p> <p>18 Do you recall where you -- from</p> <p>19 where you received that information?</p> <p>20 A. I would think it would have</p> <p>21 been from Don Bell's, Don Bell's report.</p> <p>22 Q. Now, in -- the next sentence</p> <p>23 talks about prediction for January 2009. The</p> <p>24 following sentence says, "The number of</p> <p>25 layers is the most significant factor in the</p>
<p style="text-align: right;">Page 235</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 (Exhibit Hinton-48, E-mail</p> <p>3 chain, Bates RAUPDATE0018104, was</p> <p>4 marked for identification.)</p> <p>5 - - -</p> <p>6 BY MR. SCHIRMER:</p> <p>7 Q. I'm showing you what has been</p> <p>8 marked as Hinton-48. Take a moment to look</p> <p>9 at it.</p> <p>10 A. [Reviewing document.]</p> <p>11 Q. Prior to today and other than</p> <p>12 talking with your lawyer, have you ever seen</p> <p>13 this document before?</p> <p>14 A. I -- my -- it's an e-mail, so</p> <p>15 I've -- we made an e-mail reply, so, yes. I</p> <p>16 don't particularly remember it, but...</p> <p>17 Q. It bears RAUPDATE0018104. It's</p> <p>18 labeled a highly confidential document. It</p> <p>19 says -- at the top of it, it says, "From:</p> <p>20 Greg Hinton &lt;ghinton@webmail.goodegg.com&gt;."</p> <p>21 Is that your e-mail address?</p> <p>22 A. I'm not sure about the webmail,</p> <p>23 but goodegg.com is.</p> <p>24 Q. I was trying to say it</p> <p>25 correctly, what is her name, do you know?</p>	<p style="text-align: right;">Page 237</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 price of eggs." Would you agree with</p> <p>3 yourself that that is -- that that is the</p> <p>4 case?</p> <p>5 A. That's what I wrote then. I</p> <p>6 don't necessarily agree with myself now.</p> <p>7 Because like I stated earlier today, this</p> <p>8 past February, I saw the highest number of</p> <p>9 layers we ever had, and we had the highest</p> <p>10 egg market of all time. So demand, today my</p> <p>11 thinking on that is changed.</p> <p>12 Q. At the time was that an</p> <p>13 accurate statement of your view?</p> <p>14 A. Like I said, I don't remember</p> <p>15 exactly writing this, but that's what I</p> <p>16 stated. That's what I wrote then.</p> <p>17 Q. You didn't lie to her when you</p> <p>18 wrote it?</p> <p>19 MR. MONICA: Objection.</p> <p>20 THE WITNESS: No, I would not</p> <p>21 have lied to my customer.</p> <p>22 BY MR. SCHIRMER:</p> <p>23 Q. I didn't think so.</p> <p>24 The next sentence you say, "All</p> <p>25 the other issues (feed, energy, animal</p>

60 (Pages 234 - 237)



<p style="text-align: right;">Page 238</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 welfare guidelines,) affect the number of</p> <p>3 layers."</p> <p>4 Is that an accurate -- was that</p> <p>5 an accurate statement at the time it was</p> <p>6 made?</p> <p>7 MR. MONICA: Objection. Calls</p> <p>8 for an expert opinion.</p> <p>9 MR. SCHIRMER: Excuse me, what</p> <p>10 was the objection?</p> <p>11 MR. MONICA: Calls for expert</p> <p>12 opinion. You're asking if those</p> <p>13 things are true.</p> <p>14 BY MR. SCHIRMER:</p> <p>15 Q. Did you say something was false</p> <p>16 when you said, all the other issues (feed,</p> <p>17 animal -- energy, Animal Welfare Guidelines,) affect the number of layers?</p> <p>18 MR. MONICA: Different question.</p> <p>19 MR. SCHIRMER: It's the same</p> <p>20 question.</p> <p>21 THE WITNESS: That's what I</p> <p>22 wrote.</p> <p>23 BY MR. SCHIRMER:</p> <p>24 Q. To your knowledge, was it</p>	<p style="text-align: right;">Page 240</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 different factors that effect egg production</p> <p>3 costs vs the egg market."</p> <p>4 Do you see that?</p> <p>5 A. Yes.</p> <p>6 Q. Now, you said number 1 is --</p> <p>7 "Production costs would be #1 feed..."</p> <p>8 Do you see that?</p> <p>9 A. Yes.</p> <p>10 Q. Is that the main variable cost</p> <p>11 for the production of eggs, to your</p> <p>12 understanding?</p> <p>13 A. Yes.</p> <p>14 Q. You say number 2, the</p> <p>15 "...reduction of flock to meet animal care</p> <p>16 guidelines..." Why is that a production cost</p> <p>17 in your understanding?</p> <p>18 A. In my understanding, if you put</p> <p>19 less chickens per square inch on your farm</p> <p>20 and your other costs remain, your variable</p> <p>21 costs remain the same, it's going to increase</p> <p>22 your production costs.</p> <p>23 Q. Is that because the capital</p> <p>24 cost per layer go up?</p> <p>25 MR. MONICA: Objection. You can</p>
<p style="text-align: right;">Page 239</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 correct?</p> <p>3 A. That's part of it, yes. I</p> <p>4 mean, what I said, and I obviously don't have</p> <p>5 everything listed, but that was some other</p> <p>6 issues I did bring up, yes.</p> <p>7 Q. Now, for a moment you just</p> <p>8 said -- a separate question struck me. You</p> <p>9 said that this February you saw that the</p> <p>10 eggs, number of layers was high, but so was</p> <p>11 the price. Was demand for eggs at an all</p> <p>12 time high this February?</p> <p>13 A. It had -- yes, it was amazingly</p> <p>14 high.</p> <p>15 Q. That's sort of the next</p> <p>16 sentence in this, just like Econ 101, the</p> <p>17 other side is demand.</p> <p>18 MR. MONICA: Objection as to</p> <p>19 form.</p> <p>20 THE WITNESS: Yes, demand has an</p> <p>21 affect.</p> <p>22 BY MR. SCHIRMER:</p> <p>23 Q. So -- now, you say there are</p> <p>24 different factors. You said on Friday, 18,</p> <p>25 July 2008, a little further down, "There are</p>	<p style="text-align: right;">Page 241</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 answer.</p> <p>3 THE WITNESS: The capital cost.</p> <p>4 It would increase your cost per layer</p> <p>5 if you -- yes. It would increase your</p> <p>6 cost per layer.</p> <p>7 BY MR. SCHIRMER:</p> <p>8 Q. That's a better answer than my</p> <p>9 question probably.</p> <p>10 Right under that it says, "Egg</p> <p>11 Market," number 1 is "Flock size," number 2</p> <p>12 is "demand," and number 3 is "exports." What</p> <p>13 did you mean when you wrote that?</p> <p>14 A. The flock size, demand, and</p> <p>15 exports, it all refers to supply and demand</p> <p>16 as I stated earlier in the -- when I quoted</p> <p>17 Econ 101.</p> <p>18 Q. Okay. We may come back to</p> <p>19 that.</p> <p>20 MR. SCHIRMER: Exhibit 49,</p> <p>21 please.</p> <p>22 - - -</p> <p>23 (Exhibit Hinton-49, E-mail</p> <p>24 chain, Bates RAUPDATE0005158 &amp;</p> <p>25 RAUPDATE0005159, was marked for</p>

<p style="text-align: right;">Page 242</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 identification.)</p> <p>3 - - -</p> <p>4 BY MR. SCHIRMER:</p> <p>5 Q. I'm showing you what has been</p> <p>6 marked as Hinton Exhibit 49, bearing Bates</p> <p>7 number RAUPDATE0005158 through 5159. Do you</p> <p>8 recognize the document?</p> <p>9 A. I don't remember it exactly,</p> <p>10 but it's an e-mail from myself to Nancy</p> <p>11 Beatty, the buyer at the time at Cracker</p> <p>12 Barrel.</p> <p>13 Q. Underneath it, that's the top</p> <p>14 e-mail on the page, on page RAUPDATE0005158.</p> <p>15 Underneath that is an e-mail from Nancy</p> <p>16 Beatty to you and Ken Paramore?</p> <p>17 A. Yes.</p> <p>18 Q. Who is Ken Paramore, at that</p> <p>19 time?</p> <p>20 A. At that time Ken Paramore was</p> <p>21 vice president of sales at Cal-Maine Foods.</p> <p>22 Q. Did Cal-Maine -- who is Nancy</p> <p>23 Beatty, first let's get that?</p> <p>24 A. Nancy is the buyer at Cracker</p> <p>25 Barrel, and Cal-Maine was one of the</p>	<p style="text-align: right;">Page 244</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 if, in fact, birdS -- the flocks we do molt</p> <p>3 or replace flocks, we try to have a majority</p> <p>4 of them fall into a period that would be</p> <p>5 after Christmas and after Easter is how our</p> <p>6 flock department would try to time those. So</p> <p>7 we're -- because we're -- like I said before,</p> <p>8 we've always got flocks in molt, we're always</p> <p>9 selling out, but we try to time it more to</p> <p>10 meet the demand. The goal would be to have</p> <p>11 our flocks in peak production during a</p> <p>12 holiday and lower production after the</p> <p>13 holidays. We are -- that's what we strive to</p> <p>14 do.</p> <p>15 Q. So maybe -- I'm trying to</p> <p>16 understand this. So Rose Acre tries to</p> <p>17 schedule its molt or sell out so that it is</p> <p>18 engaging in peak production when it</p> <p>19 anticipates peak demand and the best prices?</p> <p>20 MR. MONICA: Objection.</p> <p>21 THE WITNESS: Well, peak demand,</p> <p>22 it's not always the best prices, but</p> <p>23 we hope so. We hope that the holiday</p> <p>24 demand has -- because we need that to</p> <p>25 survive.</p>
<p style="text-align: right;">Page 243</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 suppliers to Cracker Barrel.</p> <p>3 Q. And during this period of time,</p> <p>4 was Rose Acre Farms a supplier to Cracker</p> <p>5 Barrel?</p> <p>6 A. Yes, we were.</p> <p>7 Q. Was Cal-Maine one of your</p> <p>8 competitors?</p> <p>9 A. Yes, they were.</p> <p>10 Q. In your response to Ms. Beatty,</p> <p>11 at the end of the first paragraph you said,</p> <p>12 "There is a low point after each holiday</p> <p>13 period; but then the market will rebound</p> <p>14 because of molt or sell out schedules."</p> <p>15 What did you mean when you</p> <p>16 wrote that, sir?</p> <p>17 A. It refers to like for Rose</p> <p>18 Acre's when I talk about the low point,</p> <p>19 meaning demand, a dip in demand after a</p> <p>20 holiday, and our flock department would --</p> <p>21 when you -- because we go all the way back to</p> <p>22 the breeders, we try to time our placement of</p> <p>23 chicks -- or eggs first starts with the</p> <p>24 hatchery. So we place our -- we time our</p> <p>25 hatching to our schedule flocks, to our --</p>	<p style="text-align: right;">Page 245</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 BY MR. SCHIRMER:</p> <p>3 Q. I hope you do survive.</p> <p>4 You said -- the next sentence</p> <p>5 says, "The wild card in the egg market is</p> <p>6 disease," and you talk about the highest</p> <p>7 markets after an outbreak of either Exotic</p> <p>8 Newcastle or AI, I guess that's avian</p> <p>9 influenza?</p> <p>10 A. Yes, it is.</p> <p>11 Q. That refers to the discussion</p> <p>12 we had just a few minutes ago?</p> <p>13 A. Yes, it did -- or does. Yes,</p> <p>14 it does.</p> <p>15 Q. It refers to --</p> <p>16 A. That discussion.</p> <p>17 Q. -- that type of discussion</p> <p>18 where if 11 million birds die from avian</p> <p>19 influenza, obviously the supply goes down and</p> <p>20 price goes up?</p> <p>21 MR. MONICA: Objection.</p> <p>22 BY MR. SCHIRMER:</p> <p>23 Q. Isn't that what you testified?</p> <p>24 A. If 11 million birds die</p> <p>25 tomorrow, the price will go up, yes, I</p>

<p style="text-align: right;">Page 246</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 testified to that.</p> <p>3 Q. Now, a little further down you</p> <p>4 say, "The longer we see lower prices the more</p> <p>5 bird numbers are usually reduced, causing the</p> <p>6 market to rebound at a much higher level."</p> <p>7 What did you mean by that?</p> <p>8 A. As egg producers, we go -- we</p> <p>9 can go through long periods of time, even</p> <p>10 years that we lose money. And what I was</p> <p>11 referring to that is that after producers</p> <p>12 lose money for long lengths, and even years,</p> <p>13 that sometimes that would result in producers</p> <p>14 maybe either going out of business or</p> <p>15 changing their business model that would</p> <p>16 result then in the markets -- making a change</p> <p>17 in the marketplace, impacting the marketplace.</p> <p>18 Q. You said, "...to rebound at a</p> <p>19 much higher level," what do you mean when you</p> <p>20 said that?</p> <p>21 A. Higher level than where we were</p> <p>22 losing money at is what I would have been</p> <p>23 referring to.</p> <p>24 MR. SCHIRMER: We're getting to</p> <p>25 the end of the tape, why don't we take</p>	<p style="text-align: right;">Page 248</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 to take all of the various products sold by</p> <p>3 various companies who were part of it and</p> <p>4 sell them under a single brand name?</p> <p>5 A. I don't know, you're saying --</p> <p>6 MR. MONICA: He doesn't know</p> <p>7 what Mr. Rust said probably.</p> <p>8 Objection.</p> <p>9 THE WITNESS: Right. I don't --</p> <p>10 I guess I'll answer that. You're</p> <p>11 saying -- you're putting -- I don't</p> <p>12 know that Mr. Rust said that, I guess,</p> <p>13 is what my answer would be. So if you</p> <p>14 want to ask it a different --</p> <p>15 BY MR. SCHIRMER:</p> <p>16 Q. Was it your understanding --</p> <p>17 A. If you want to ask it a</p> <p>18 different --</p> <p>19 Q. -- that all the egg breaking</p> <p>20 groups would have one company that would be</p> <p>21 sold, with the products that would be sold</p> <p>22 under a single label?</p> <p>23 A. We developed -- we were</p> <p>24 developing a single brand called Chef Select</p> <p>25 to market the products under. I can't say</p>
<p style="text-align: right;">Page 247</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 a very -- five minutes. I don't have</p> <p>3 a lot more.</p> <p>4 VIDEOGRAPHER: This is the end</p> <p>5 of tape three in the videotape</p> <p>6 deposition of Greg Hinton. Off the</p> <p>7 record at 4:35.</p> <p>8 - - -</p> <p>9 (A recess was taken.)</p> <p>10 - - -</p> <p>11 VIDEOGRAPHER: Here begins tape</p> <p>12 four in the videotape deposition of</p> <p>13 Greg Hinton. We are back on the</p> <p>14 record at 4:44.</p> <p>15 BY MR. SCHIRMER:</p> <p>16 Q. A follow up on something that</p> <p>17 Matt pointed out for me. You were talking</p> <p>18 about the company Certified Egg Products, the</p> <p>19 co-op?</p> <p>20 A. Yes.</p> <p>21 Q. They never actually sold</p> <p>22 anything?</p> <p>23 A. Yes.</p> <p>24 Q. Would you agree with Mr. Rust</p> <p>25 that the idea of Certified Egg Products was</p>	<p style="text-align: right;">Page 249</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 that we would have -- everything would have</p> <p>3 always been sold under that brand, but we</p> <p>4 were developing a brand that we could --</p> <p>5 Certified Egg Products would use to market</p> <p>6 product.</p> <p>7 Q. Now, Mr. -- you said Mr. Rust</p> <p>8 was the CEO of that company, or the chairman?</p> <p>9 A. He was chairman.</p> <p>10 Q. You said a little earlier today</p> <p>11 that you didn't know whose vision it was. Do</p> <p>12 you know if Mr. Rust was one of the people</p> <p>13 who helped develop the idea of Certified Egg</p> <p>14 Products as a company?</p> <p>15 A. Yes, I believe so.</p> <p>16 Q. Okay. Showing you what will be</p> <p>17 marked as Hinton-50.</p> <p>18 - - -</p> <p>19 (Exhibit Hinton-50, 2/28/03</p> <p>20 E-mail, Bates RAUPDATE0005560, was</p> <p>21 marked for identification.)</p> <p>22 - - -</p> <p>23 BY MR. SCHIRMER:</p> <p>24 Q. It bears Bates number</p> <p>25 RAUPDATE0005560. What is it?</p>

<p style="text-align: right;">Page 250</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. It's an e-mail from myself to,</p> <p>3 it says J. Harris, but then Candy, it's to</p> <p>4 someone at Cracker Barrel.</p> <p>5 Q. Do you remember who the person</p> <p>6 you were sending this e-mail to was?</p> <p>7 A. Well, I titled it Candy.</p> <p>8 Q. Do you know who Candy might be?</p> <p>9 A. I think Candy was the buyer.</p> <p>10 Q. And when you wrote this, this</p> <p>11 accurately reflected what you -- what your --</p> <p>12 what the projections you were providing to</p> <p>13 her or him was? Did this accurately reflect</p> <p>14 your views at the time? Let's do it that</p> <p>15 way.</p> <p>16 A. 11 years ago I wrote this.</p> <p>17 Q. You told your customers the</p> <p>18 truth when you wrote to them?</p> <p>19 A. It would have been to the best</p> <p>20 of my ability, yes.</p> <p>21 - - -</p> <p>22 (Exhibit Hinton-51, E-mail</p> <p>23 chain, Bates RA0006491, was marked for</p> <p>24 identification.)</p> <p>25 - - -</p>	<p style="text-align: right;">Page 252</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 the animal...certified program will take</p> <p>3 place with chicks hatched April 1, 2005 when</p> <p>4 we go from 59 square inches to 61 per bird."</p> <p>5 Why were you providing him with</p> <p>6 that information?</p> <p>7 A. Because that's what was part of</p> <p>8 the Certified Program, and I gave him what</p> <p>9 the next placement was for that program.</p> <p>10 Q. Why would that be relevant to</p> <p>11 an e-mail titled subject, "Price forecast"?</p> <p>12 A. Just information I provided to</p> <p>13 my customer, sir.</p> <p>14 Q. Why does he need to know that?</p> <p>15 Why is it relevant to him?</p> <p>16 MR. MONICA: Objection.</p> <p>17 THE WITNESS: Because they were</p> <p>18 buying eggs on the Certified Program</p> <p>19 and I gave him information on the next</p> <p>20 forecast, on the next production area</p> <p>21 along with some other information.</p> <p>22 BY MR. SCHIRMER:</p> <p>23 Q. Did you provide him that</p> <p>24 information because the increase in square</p> <p>25 inches per bird might have increased the</p>
<p style="text-align: right;">Page 251</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 BY MR. SCHIRMER:</p> <p>3 Q. I'm showing you what has been</p> <p>4 marked Hinton-51, bearing Bates number</p> <p>5 RA0006491. What is Exhibit 51, sir?</p> <p>6 A. It's an e-mail from Ray Harmon,</p> <p>7 the buyer, Cracker Barrel to myself. And --</p> <p>8 Q. And contained in that e-mail --</p> <p>9 A. I'm sorry.</p> <p>10 Q. Go ahead.</p> <p>11 A. And then previously in that was</p> <p>12 an e-mail from myself to Ray.</p> <p>13 Q. And the e-mail from you to Ray</p> <p>14 Harmon of Cracker Barrel, what was the</p> <p>15 subject of that e-mail?</p> <p>16 A. I provided him Don Bell's</p> <p>17 forecast for the Urner Barry large egg market</p> <p>18 from August '04 through April of '05.</p> <p>19 Q. What else did you tell him in</p> <p>20 that e-mail? You did more than just tell him</p> <p>21 here's Don Bell's projection, didn't you?</p> <p>22 A. Do you want me to read the</p> <p>23 e-mail, sir?</p> <p>24 Q. Well, sure. Okay. You say in</p> <p>25 here "The next reduction in flock size for</p>	<p style="text-align: right;">Page 253</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 price of eggs?</p> <p>3 A. I was just providing him with</p> <p>4 information.</p> <p>5 Q. So if he asked for the</p> <p>6 information about how many square inches were</p> <p>7 going -- the change in the Animal Care</p> <p>8 Certified Program was going in his e-mail?</p> <p>9 A. I don't remember what all</p> <p>10 discussions was with the customer at that</p> <p>11 time.</p> <p>12 Q. Was Cracker Barrel</p> <p>13 monitoring -- to your knowledge at that time,</p> <p>14 was Cracker Barrel monitoring the</p> <p>15 implementation of the Animal Welfare</p> <p>16 Guidelines?</p> <p>17 A. I don't recall exactly at that</p> <p>18 time, no.</p> <p>19 Q. You don't recall today whether</p> <p>20 they were or were not?</p> <p>21 A. No, I don't.</p> <p>22 - - -</p> <p>23 (Exhibit Hinton-52, 1/27/03</p> <p>24 E-mail, Bates RA0006385, was marked</p> <p>25 for identification.)</p>

64 (Pages 250 - 253)

<p style="text-align: right;">Page 254</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 - - -</p> <p>3 BY MR. SCHIRMER:</p> <p>4 Q. I'm showing you what has been</p> <p>5 marked Hinton-52. It bears Bates number</p> <p>6 RA0006385.</p> <p>7 A. [Reviewing document.]</p> <p>8 Q. What is it?</p> <p>9 A. It's an e-mail from Bill</p> <p>10 Bradley at Country Creek Farms that I</p> <p>11 received.</p> <p>12 Q. And it was also sent to other</p> <p>13 people, or appears to have also been sent to</p> <p>14 other people. Is that fair to say?</p> <p>15 A. Yes, it is.</p> <p>16 Q. Who is Bob Hodges?</p> <p>17 A. At that time, I believe he</p> <p>18 would have been a -- with Moark.</p> <p>19 Q. Who was Vince Reina, Jr.?</p> <p>20 A. He's with Maxim Egg Farm.</p> <p>21 Q. And what is Maxim Egg Farm?</p> <p>22 A. A producer in Texas.</p> <p>23 Q. Who is Jim Clark?</p> <p>24 A. I don't remember for sure who</p> <p>25 Jim Clark was working with in 2003.</p>	<p style="text-align: right;">Page 256</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. I can't say that that was --</p> <p>3 the \$0.02 was giving -- was added to the cost</p> <p>4 to Wal-Mart because of the Certified Program,</p> <p>5 but to say that reflects all our costs, I</p> <p>6 can't sit here today and say what that was,</p> <p>7 what our costs actually was. That's the</p> <p>8 increase that Wal-Mart gave to us at this</p> <p>9 particular time for the Animal Care Program,</p> <p>10 but I'm not -- you'd have to -- we'd have to</p> <p>11 look at the record, I can't sit here today</p> <p>12 and say what our cost was. It's not -- I</p> <p>13 don't have that.</p> <p>14 Q. Who would know that</p> <p>15 information, the cost, would it be per dozen</p> <p>16 that he's speaking of?</p> <p>17 A. Yes, that's \$0.02 per dozen.</p> <p>18 Correct.</p> <p>19 Q. Who would know that information?</p> <p>20 A. It would be in our financial</p> <p>21 records. You'd have to pull records for</p> <p>22 that.</p> <p>23 - - -</p> <p>24 (Exhibit Hinton-53, 4/14/03</p> <p>25 E-mail, Bates RA0005326, was marked</p>
<p style="text-align: right;">Page 255</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Do you know who Al Schimpf was</p> <p>3 working for in 2003?</p> <p>4 A. Yes, S&amp;R Egg Farm in Wisconsin.</p> <p>5 Q. How about Monte Terry?</p> <p>6 A. Monte was working for George's</p> <p>7 Egg Farm in Arkansas.</p> <p>8 Q. In this e-mail, Mr. Bradley</p> <p>9 says, "Wal-Mart has notified us today that</p> <p>10 they will be giving a two...cents adjustment</p> <p>11 in your egg prices to adjust for the</p> <p>12 additional cost associated with the animal</p> <p>13 care program."</p> <p>14 Do you see that?</p> <p>15 A. Yes, I do.</p> <p>16 Q. Is that a reflection of the</p> <p>17 costs that Rose Acre faced, the additional</p> <p>18 costs Rose Acre faced because of the Animal</p> <p>19 Care Program?</p> <p>20 A. Could you restate your</p> <p>21 question?</p> <p>22 Q. Sure. Was that \$0.02</p> <p>23 adjustment in the egg prices a reflection of</p> <p>24 the actual cost to Rose Acre of complying</p> <p>25 with the Animal Care Program?</p>	<p style="text-align: right;">Page 257</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 for identification.)</p> <p>3 - - -</p> <p>4 BY MR. SCHIRMER:</p> <p>5 Q. I'm showing you what is marked</p> <p>6 as Hinton Exhibit 53, sir, bearing Bates</p> <p>7 number RA0005326. What is it?</p> <p>8 A. It's an e-mail from myself to</p> <p>9 Bruce Boomsma.</p> <p>10 Q. Who is Bruce Boomsma?</p> <p>11 A. At that time, he was the -- in</p> <p>12 charge of sales for Dutch Farms. He's since</p> <p>13 deceased.</p> <p>14 Q. In this e-mail you said that</p> <p>15 the current costs for customers who want to</p> <p>16 go to the Animal Care Certified logo on their</p> <p>17 cartons is \$0.02 per dozen. What did you</p> <p>18 mean when you wrote that?</p> <p>19 A. That's what I -- what I meant</p> <p>20 was that if any of his customers wanted to go</p> <p>21 to the Certified Program, that I would</p> <p>22 increase his cost on the price I sold him</p> <p>23 eggs at by \$0.02 per dozen.</p> <p>24 Q. Just a couple more questions.</p> <p>25 You testified earlier today</p>

<p style="text-align: right;">Page 258</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 that in I think Mr. Malysiak's examination,</p> <p>3 that 200,000 cases of eggs is about a week's</p> <p>4 production for you. Is that correct?</p> <p>5 A. It's less than a week's, but</p> <p>6 yes.</p> <p>7 Q. Why don't you get Hinton-11</p> <p>8 out, please. Please turn to pages CM00413689</p> <p>9 through 413690. Earlier today you testified</p> <p>10 about the material in the points on page</p> <p>11 41689. Would you turn to the next page,</p> <p>12 please. Number 7, this is a series of points</p> <p>13 from Ken Looper. He says that "If 1,000,000</p> <p>14 additional individuals are on a high protein</p> <p>15 diet and add two eggs a day, that equals</p> <p>16 5,555 cases...a day; or, 38,885 cases each</p> <p>17 week. 38,885 additional cases each week</p> <p>18 represents approximately one percent of all</p> <p>19 the eggs produced."</p> <p>20 Do you see that?</p> <p>21 A. Yes.</p> <p>22 Q. To your knowledge, is that an</p> <p>23 accurate statement or, was that an accurate</p> <p>24 statement at the time?</p> <p>25 A. I don't know without looking</p>	<p style="text-align: right;">Page 260</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 MR. MONICA: I have a few</p> <p>3 questions. Is anybody left on the</p> <p>4 phone?</p> <p>5 MR. BURKE: Yes, I'm still here.</p> <p>6 MR. MONICA: Do we have any</p> <p>7 questions?</p> <p>8 MR. BURKE: I do not have any</p> <p>9 questions.</p> <p>10 MR. MONICA: You may be done in</p> <p>11 a few minutes here.</p> <p>12 - - -</p> <p>13 EXAMINATION</p> <p>14 - - -</p> <p>15 BY MR. MONICA:</p> <p>16 Q. Mr. Hinton, if you would turn</p> <p>17 to Exhibit 29, please. When you have that in</p> <p>18 front of you, please look at the second</p> <p>19 paragraph of that document.</p> <p>20 A. Okay.</p> <p>21 Q. Counsel asked you about the</p> <p>22 third sentence of that second paragraph. I'm</p> <p>23 going to read it into the record. "Also</p> <p>24 complying with the new UEP Animal Care</p> <p>25 Certified guidelines has caused a decrease in</p>
<p style="text-align: right;">Page 259</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 at -- I'd have to look at some production</p> <p>3 records. USDA and then you never -- you'd</p> <p>4 have to look at that to know that.</p> <p>5 Q. Mr. Looper then says, "one or</p> <p>6 two percent up or down in the supply of most</p> <p>7 any commodity provides a big difference in</p> <p>8 price."</p> <p>9 Do you agree with what Mr.</p> <p>10 Looper is saying there?</p> <p>11 MR. MONICA: Objection.</p> <p>12 THE WITNESS: I don't really</p> <p>13 have a comment either way with what</p> <p>14 Mr. Looper was thinking there, what</p> <p>15 his numbers are. It's not my numbers,</p> <p>16 and I don't recall seeing this report.</p> <p>17 BY MR. SCHIRMER:</p> <p>18 Q. So you have no opinion as to</p> <p>19 that statement?</p> <p>20 A. No, I don't. I don't know if</p> <p>21 that's accurate or not.</p> <p>22 MR. SCHIRMER: Subject to any</p> <p>23 possible further examination by your</p> <p>24 counsel or anybody on the phone or</p> <p>25 anybody else in the room, I'm done.</p>	<p style="text-align: right;">Page 261</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 our overall bird numbers and resulted in an</p> <p>3 increase in production costs."</p> <p>4 Did I read that correctly?</p> <p>5 A. Yes.</p> <p>6 Q. If you recall, could you please</p> <p>7 tell us what you meant when you put that in</p> <p>8 your letter to John Gregorich?</p> <p>9 A. I would have been referring to,</p> <p>10 under the UEP Animal Care Guidelines, there</p> <p>11 was a phase-in process where we had to give</p> <p>12 the birds more square inches per bird. And</p> <p>13 what I was referring to here is the fact that</p> <p>14 as we had to get more square inches per bird,</p> <p>15 it increased the cost on that particular --</p> <p>16 on those birds in that. So that's what I was</p> <p>17 referring to, the cage, the cage space, the</p> <p>18 square inches per chicken increased our cost</p> <p>19 to produce on those birds.</p> <p>20 Q. From your knowledge from 2000</p> <p>21 through 2008, did Rose Acre ever reduce its</p> <p>22 overall laying hen numbers?</p> <p>23 A. Not -- all I can recall, we</p> <p>24 were always building chicken houses and</p> <p>25 adding birds. And we -- the reason, a couple</p>

66 (Pages 258 - 261)

<p style="text-align: right;">Page 262</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 of reasons. One, I mean, the company always,</p> <p>3 we always -- since I've been there in 1980,</p> <p>4 going back, we've always grown, the company</p> <p>5 was always in a growth mode. And part of --</p> <p>6 you know, being part of the UEP Animal Care</p> <p>7 Certified guidelines did call for a reduction</p> <p>8 in -- or an increase in per square inches per</p> <p>9 bird. And had we not done anything, our</p> <p>10 production would have decreased and I</p> <p>11 couldn't have filled my customer's needs. So</p> <p>12 to have enough eggs to keep a continuous</p> <p>13 supply to our customers, we continued to</p> <p>14 grow, we were growing and we had to grow even</p> <p>15 more just to make sure that I had enough eggs</p> <p>16 to supply our customer needs.</p> <p>17 Q. To your knowledge, did UEP's</p> <p>18 Animal Welfare Program ever contain a</p> <p>19 prohibition saying that members could not</p> <p>20 build additional houses or add cages?</p> <p>21 A. No. No, sir.</p> <p>22 Q. Just set that aside for a</p> <p>23 second. Well, you can leave it there.</p> <p>24 If you'll look at Exhibit 48.</p> <p>25 A. Okay.</p>	<p style="text-align: right;">Page 264</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. Yes. My personal knowledge,</p> <p>3 yes.</p> <p>4 Q. If you look at Document 52 that</p> <p>5 Mr. Schirmer gave you to look at and asked</p> <p>6 you questions about it. It's a January 27th</p> <p>7 e-mail from Bill Bradley to a series of</p> <p>8 people including you.</p> <p>9 A. Yes.</p> <p>10 Q. Do you recall that e-mail?</p> <p>11 A. Yes.</p> <p>12 Q. And the subject is "Wal-Mart</p> <p>13 animal care cost." Do you see that?</p> <p>14 A. Yes, I do.</p> <p>15 Q. Mr. Schirmer asked you</p> <p>16 questions about the \$0.02 adjustment that's</p> <p>17 referenced in this e-mail. Do you see that?</p> <p>18 A. Yes.</p> <p>19 Q. Do you ever recall any other</p> <p>20 customers of Rose Acre provided an adjustment</p> <p>21 to Rose Acre in association with the UEP</p> <p>22 Animal Welfare Program costs?</p> <p>23 A. Yes.</p> <p>24 Q. Who do you recall?</p> <p>25 A. Kroger.</p>
<p style="text-align: right;">Page 263</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. I believe when Mr. Schirmer</p> <p>3 examined you about this document, he asked</p> <p>4 you if you had lied to your customers and you</p> <p>5 indicated that generally that, no, that was</p> <p>6 not your intent. Do you recall that?</p> <p>7 A. Yes. I don't lie to customers.</p> <p>8 Q. When you wrote this document,</p> <p>9 you believed the information in it was</p> <p>10 accurate. Correct?</p> <p>11 MR. SCHIRMER: Object to the</p> <p>12 form.</p> <p>13 THE WITNESS: Could you repeat</p> <p>14 the question?</p> <p>15 BY MR. MONICA:</p> <p>16 Q. When you wrote this e-mail, you</p> <p>17 did your best to convey what you believed was</p> <p>18 accurate information to Kraft. Correct?</p> <p>19 A. Yes. In my mind, that's what I</p> <p>20 wrote, yes.</p> <p>21 Q. And you're not an economist.</p> <p>22 Correct?</p> <p>23 A. No, I'm not.</p> <p>24 Q. But you did your best to</p> <p>25 provide the information you knew?</p>	<p style="text-align: right;">Page 265</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Do you recall how large it was</p> <p>3 approximately?</p> <p>4 A. I don't remember today exactly</p> <p>5 how much it was. I remember having a meeting</p> <p>6 with Kroger to discuss it along with our --</p> <p>7 our CFO went along with me to the meeting to</p> <p>8 discuss our increased cost of production and</p> <p>9 we met with the Kroger buyer. I don't</p> <p>10 remember exact costs.</p> <p>11 Q. Do you remember who you met</p> <p>12 with?</p> <p>13 MR. MALYSIAK: Objection to</p> <p>14 foundation. Date and time.</p> <p>15 MR. MONICA: I'm getting there.</p> <p>16 BY MR. MONICA:</p> <p>17 Q. Do you remember who you met</p> <p>18 with?</p> <p>19 A. Gary Stahl.</p> <p>20 Q. Do you remember when?</p> <p>21 A. I don't remember the exact</p> <p>22 date, no. It's --</p> <p>23 Q. Can you ballpark time frame?</p> <p>24 A. It would have been in the 2003,</p> <p>25 2004 time frame, I believe.</p>



<p style="text-align: right;">Page 266</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Do you remember what you</p> <p>3 discussed, if anything, with Mr. Stahl at</p> <p>4 that meeting?</p> <p>5 A. We discussed our increased</p> <p>6 costs of production because of the -- to</p> <p>7 comply with the UEP Animal Welfare Program.</p> <p>8 Q. Do you recall how Mr. Stahl</p> <p>9 responded to that?</p> <p>10 A. He agreed with our CFO's report</p> <p>11 on that and gave us a price increase for</p> <p>12 their eggs during the middle of a contract.</p> <p>13 Q. I'm going to ask you about some</p> <p>14 other entities, and after I name them, I'd</p> <p>15 like you to tell me if you ever recall having</p> <p>16 conversations with them about the UEP</p> <p>17 Certified Program. When I say "you," I mean</p> <p>18 you, Greg Hinton.</p> <p>19 A. Okay.</p> <p>20 Q. So I'm just interested in your</p> <p>21 personal recollection.</p> <p>22 Have you ever had a</p> <p>23 conversation with Hy-Vee regarding the UEP</p> <p>24 Certified Program?</p> <p>25 A. Yes.</p>	<p style="text-align: right;">Page 268</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 A. That was just part of their</p> <p>3 specs. It was UEP Certified and we provided</p> <p>4 our UEP certificate to Hy-Vee along with</p> <p>5 our -- along with other certificates, our</p> <p>6 SQF, level three certificates for food safety</p> <p>7 was very important to them.</p> <p>8 Q. Are you aware that Hy-Vee has</p> <p>9 sued Rose Acre in 2000, I believe it was</p> <p>10 '8 -- I'm sorry, 2010 over its participation</p> <p>11 in the UEP Certified Program?</p> <p>12 MR. SCHIRMER: Object to form.</p> <p>13 THE WITNESS: Yes.</p> <p>14 BY MR. MONICA:</p> <p>15 Q. Did that issue come up in your</p> <p>16 conversation with Mr. Gean?</p> <p>17 A. No.</p> <p>18 MR. SCHIRMER: Object to form.</p> <p>19 THE WITNESS: No, it did not.</p> <p>20 BY MR. MONICA:</p> <p>21 Q. Kraft Foods Global, Inc., do</p> <p>22 you recall ever having a conversation with</p> <p>23 anyone at Kraft about the UEP Certified</p> <p>24 Program?</p> <p>25 A. Several people.</p>
<p style="text-align: right;">Page 267</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Who at Hy-Vee did you have that</p> <p>3 discussion with, if you recall?</p> <p>4 A. Todd Gean.</p> <p>5 Q. Do you know how to spell Todd's</p> <p>6 last name?</p> <p>7 A. G-E-A-N.</p> <p>8 Q. Do you recall approximately</p> <p>9 when that was?</p> <p>10 A. It would have been spring, late</p> <p>11 spring 2012.</p> <p>12 Q. Do you recall the substance of</p> <p>13 that conversation?</p> <p>14 A. It was just in a general</p> <p>15 discussion about Rose Acre's capabilities and</p> <p>16 our food safety and our animal welfare</p> <p>17 programs.</p> <p>18 Q. Did Mr. Gean indicate to you or</p> <p>19 anyone else at Rose Acre how he was requiring</p> <p>20 UEP Certified eggs?</p> <p>21 A. Yes.</p> <p>22 MR. SCHIRMER: Object to the</p> <p>23 form.</p> <p>24 BY MR. MONICA:</p> <p>25 Q. What did he say about that?</p>	<p style="text-align: right;">Page 269</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Q. Who did you have discussions</p> <p>3 with if you can recall?</p> <p>4 A. Well, I got refreshed. John</p> <p>5 Gregorich, Scott Mannion, and Barbara</p> <p>6 McWilliams.</p> <p>7 Q. When did these discussions</p> <p>8 occur if you recall?</p> <p>9 MR. SCHIRMER: Object to the</p> <p>10 form.</p> <p>11 THE WITNESS: They would be over</p> <p>12 the course of the last approximately</p> <p>13 seven years, different times. Those</p> <p>14 are three different buyers that I</p> <p>15 mentioned at Kraft.</p> <p>16 BY MR. MONICA:</p> <p>17 Q. With John, I can't say his last</p> <p>18 name, Gregorich?</p> <p>19 A. Gregorich.</p> <p>20 Q. Gregorich. Do you recall the</p> <p>21 substance of any conversations you had with</p> <p>22 Mr. Gregorich about the UEP Certified</p> <p>23 Program?</p> <p>24 A. I mean, in general there was --</p> <p>25 Kraft was changing their specs to include the</p>

68 (Pages 266 - 269)

<p style="text-align: right;">Page 270</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 animal -- the UEP Animal Certified Program in</p> <p>3 their specifications, and as we looked at</p> <p>4 earlier today in one of the prior exhibits,</p> <p>5 there was a letter from me referring to that,</p> <p>6 that Kraft had changed their specifications</p> <p>7 and that they -- that we were changing,</p> <p>8 moving their pricing to the certified, the</p> <p>9 Urner Barry certified market report, market</p> <p>10 quote.</p> <p>11 Q. Did Mr. Gregorich explain to</p> <p>12 you why Kraft had changed its spec to include</p> <p>13 UEP certification requirements?</p> <p>14 MR. SCHIRMER: Object to form.</p> <p>15 THE WITNESS: Discussions</p> <p>16 centered around pressure from animal</p> <p>17 rights group was a big part of it.</p> <p>18 The same reason for the last four</p> <p>19 years, Kraft has requested to have, to</p> <p>20 buy a percentage of eggs from cage</p> <p>21 free birds, and it sill centers around</p> <p>22 from pressure from animal rights</p> <p>23 groups, from what they tell me.</p> <p>24 BY MR. MONICA:</p> <p>25 Q. Can you recall the substance of</p>	<p style="text-align: right;">Page 272</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 specifications that I have, that's a</p> <p>3 requirement. Barbara initially -- the</p> <p>4 conversation went that she said that it</p> <p>5 wasn't necessarily a Kraft requirement to be</p> <p>6 UEP Certified. And I pointed out to Barbara</p> <p>7 that it was, in fact, a requirement of Rose</p> <p>8 Acre's, from my knowledge, it was a</p> <p>9 requirement because it was in the</p> <p>10 specifications that Kraft had provided me,</p> <p>11 and she said she wasn't aware of the</p> <p>12 specifications. So I sent her the Kraft</p> <p>13 specifications which did state, require the</p> <p>14 UEP Certified Guidelines. And then when I</p> <p>15 later asked if we were going to be -- if that</p> <p>16 was going to be part of the requirements, she</p> <p>17 said that -- basically that ours, the</p> <p>18 requirements for Rose Acre's has not changed,</p> <p>19 it's still going to be the certified</p> <p>20 guidelines. And I -- beyond that, what Kraft</p> <p>21 does, that was the extent of my conversation</p> <p>22 with Barbara. That was spring of 2013.</p> <p>23 Q. Have you ever had a</p> <p>24 conversation or discussion with anyone at</p> <p>25 Nestle about the UEP Certified Program?</p>
<p style="text-align: right;">Page 271</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 any of your conversations with Scott Mannion</p> <p>3 at Kraft regarding the UEP Certified Program?</p> <p>4 A. I don't remember exact</p> <p>5 conversation, no. Just Scott came on as a</p> <p>6 new buyer and I had to discuss our entire</p> <p>7 business model and kind of a past history.</p> <p>8 And I believe there's some -- well, there</p> <p>9 were some documents I provided to Scott</p> <p>10 showing him just a history of our</p> <p>11 relationship with Kraft.</p> <p>12 Q. Barbara McWilliams at Kraft, do</p> <p>13 you recall the substance of any your</p> <p>14 conversations with Ms. McWilliams about the</p> <p>15 UEP Certified Program?</p> <p>16 A. Yes.</p> <p>17 Q. What is your recollection?</p> <p>18 A. During the last contract</p> <p>19 negotiation, or Kraft today doesn't refer to</p> <p>20 as contracts, it would be annual POs, a</p> <p>21 conversation came up that Barbara informed me</p> <p>22 that they were going to be testing out a</p> <p>23 secondary supplier for their products, and I</p> <p>24 asked specifically if the supplier was a UEP</p> <p>25 Certified supplier because in Kraft's</p>	<p style="text-align: right;">Page 273</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 MR. SCHIRMER: Object to form.</p> <p>3 THE WITNESS: I personally have</p> <p>4 not, but Nestle was one of our</p> <p>5 customers that my sales staff works</p> <p>6 with that require UEP Certified eggs.</p> <p>7 BY MR. MONICA:</p> <p>8 Q. Have you ever had discussion</p> <p>9 with anyone at SuperValu regarding the UEP</p> <p>10 Certified Program?</p> <p>11 A. With -- I have with Save-A-Lot</p> <p>12 which is a division of SuperValu.</p> <p>13 Q. Who at Save-A-Lot --</p> <p>14 A. Kim --</p> <p>15 Q. Let me ask the question. Who</p> <p>16 at Save-A-Lot did you have a discussion with</p> <p>17 about the UEP Certified Program?</p> <p>18 A. Kim Fromme.</p> <p>19 Q. Do you recall when,</p> <p>20 approximately, that occurred?</p> <p>21 A. No, I don't.</p> <p>22 Q. Do you recall the substance of</p> <p>23 the discussion?</p> <p>24 MR. SCHIRMER: Object to the</p> <p>25 form.</p>

<p style="text-align: right;">Page 274</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 THE WITNESS: I think it was</p> <p>3 educating Kim, giving her information</p> <p>4 about, she was asking about the Animal</p> <p>5 Welfare Program, what all was involved</p> <p>6 in it. And just going through that</p> <p>7 with her and then working later with</p> <p>8 their artwork department where they</p> <p>9 required the UEP Certified logo on</p> <p>10 their egg cartons.</p> <p>11 BY MR. MONICA:</p> <p>12 Q. Anything else that you can</p> <p>13 recall about those conversations?</p> <p>14 A. No, I don't. Not exactly, no.</p> <p>15 MR. MONICA: I have no further</p> <p>16 questions.</p> <p>17 MS. ANDERSON: I have no</p> <p>18 questions.</p> <p>19 MR. SCHIRMER: Just a couple.</p> <p>20 - - -</p> <p>21 FURTHER EXAMINATION</p> <p>22 - - -</p> <p>23 BY MR. SCHIRMER:</p> <p>24 Q. You said that over the years in</p> <p>25 response to Mr. Monica's question, that Rose</p>	<p style="text-align: right;">Page 276</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 economist, but I -- without looking exactly</p> <p>3 at what we're talking about, I -- but, yes,</p> <p>4 I'm --</p> <p>5 Q. How long have you worked in the</p> <p>6 egg industry again?</p> <p>7 A. 34 years.</p> <p>8 Q. How long have you been in sales</p> <p>9 in the egg industry?</p> <p>10 A. Since 1989.</p> <p>11 Q. So that's, what, 24 years in</p> <p>12 sales in the egg industry?</p> <p>13 MR. MALYSIAK: 25.</p> <p>14 MR. SCHIRMER: 25.</p> <p>15 THE WITNESS: Yes.</p> <p>16 MR. SCHIRMER: Don't make me</p> <p>17 feel any older than I am.</p> <p>18 No more questions.</p> <p>19 MR. MONICA: We have no more</p> <p>20 either. You're done.</p> <p>21 VIDEOGRAPHER: This is the end</p> <p>22 of tape four in the videotape</p> <p>23 deposition of Greg Hinton. The</p> <p>24 deposition concludes at 5:23.</p> <p>25 - - -</p>
<p style="text-align: right;">Page 275</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 Acre has been consistently increasing</p> <p>3 production.</p> <p>4 A. Yes, we have.</p> <p>5 Q. The North Carolina Hyde County</p> <p>6 Farm, do you know when that began production?</p> <p>7 A. We started construction in</p> <p>8 2005, so production would have followed</p> <p>9 either that year or in 2006. I don't know</p> <p>10 exact date when we had the first production.</p> <p>11 Q. Do you know when you first</p> <p>12 started planning the North Carolina facility?</p> <p>13 A. I don't recall for sure. That</p> <p>14 would be something you'd need to ask Marcus</p> <p>15 Rust.</p> <p>16 Q. One last question. We were</p> <p>17 talking about Hinton-48, the e-mail from you</p> <p>18 to Ann Mesavage at Kraft. You said -- you</p> <p>19 don't have to look at it, I swear.</p> <p>20 A. Okay.</p> <p>21 Q. You said you're not an</p> <p>22 economist so this is just your best estimate</p> <p>23 of what was going to happen in the egg</p> <p>24 market.</p> <p>25 A. I remember saying I'm not an</p>	<p style="text-align: right;">Page 277</p> <p>1 GREGORY EUGENE HINTON - HIGHLY CONFIDENTIAL</p> <p>2 (Witness excused.)</p> <p>3 (Deposition concluded at 5:23</p> <p>4 p.m.)</p> <p>5</p> <p>6</p> <p>7</p> <p>8</p> <p>9</p> <p>10</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>

70 (Pages 274 - 277)

<p style="text-align: right;">Page 278</p> <p>1 2       C E R T I F I C A T E 3 4</p> <p>5       I do hereby certify that I am a Notary 6 Public in good standing, that the aforesaid 7 testimony was taken before me, pursuant to 8 notice, at the time and place indicated; that 9 said deponent was by me duly sworn to tell 10 the truth, the whole truth, and nothing but 11 the truth; that the testimony of said 12 deponent was correctly recorded in machine 13 shorthand by me and thereafter transcribed 14 under my supervision with computer-aided 15 transcription; that the deposition is a true 16 and correct record of the testimony given by 17 the witness; and that I am neither of counsel 18 nor kin to any party in said action, nor 19 interested in the outcome thereof. 20 21       WITNESS my hand and official seal this 22 28th day of March, 2014. 23 24 25       _____ Notary Public</p>	<p style="text-align: right;">Page 280</p> <p>1 2       A C K N O W L E D G M E N T   O F   D E P O N E N T 3       I have read the foregoing transcript of 4 my deposition and except for any corrections or 5 changes noted on the errata sheet, I hereby 6 subscribe to the transcript as an accurate record 7 of the statements made by me. 8 9       _____ 10       GREGORY EUGENE HINTON 11 12       S U B S C R I B E D   A N D   S W O R N   b e f o r e   a n d   t o   m e 13 this ____ day of _____, 20____. 14 15 16       _____ 17       N O T A R Y   P U B L I C 18 19 20       My Commission expires: 21 22 23 24 25</p>
<p style="text-align: right;">Page 279</p> <p>1 2       I N S T R U C T I O N S   T O   W I T N E S S 3 4       Please read your deposition over 5 carefully and make any necessary corrections. 6 You should state the reason in the 7 appropriate space on the errata sheet for any 8 corrections that are made. 9       After doing so, please sign the errata 10 sheet and date it. 11       You are signing same subject to the 12 changes you have noted on the errata sheet, 13 which will be attached to your deposition. 14       It is imperative that you return the 15 original errata sheet to the deposing 16 attorney within thirty (30) days of receipt 17 of the deposition transcript by you. If you 18 fail to do so, the deposition transcript may 19 be deemed to be accurate and may be used in 20 court. 21 22 23 24 25</p>	<p style="text-align: right;">Page 281</p> <p>1       E R R A T A   S H E E T 2       I N   R E :   P R O C E S S E D   E G G   P R O D U C T S   A N T I T R U S T   L I T I G A T I O N 3       D A T E :   3 / 2 0 / 1 4 4       P A G E   L I N E       C O R R E C T I O N   A N D   R E A S O N 5       _____ 6       _____ 7       _____ 8       _____ 9       _____ 10       _____ 11       _____ 12       _____ 13       _____ 14       _____ 15       _____ 16       _____ 17       _____ 18       _____ 19       _____ 20       _____ 21       _____ 22       _____ 23 24       _____ 25       (DATE)       GREGORY EUGENE HINTON</p>

[&amp; - 2006]

Page 1

&	1	1300 2:21	2/28/03 8:8 249:19
<b>&amp;</b> 1:13 2:9,14,20 3:3 4:13 6:11,21 7:14 7:17,20 8:6 10:24 11:9,12 49:10 110:8 113:20 134:12 210:12 215:12 222:21 241:24	<b>1</b> 4:14 78:8,15,20,22 78:24 106:3,10 108:7,8 166:6 183:8 183:8 201:13 240:6 240:7 241:11 252:3 <b>1,000,000</b> 258:13 <b>1-16-04</b> 100:25 <b>1.00</b> 110:23 <b>1.10</b> 212:23 <b>1.14.</b> 212:24 <b>1.35</b> 111:3 <b>1/22/06</b> 7:21 229:8 <b>1/27/03</b> 8:11 253:23 <b>10</b> 5:9,14 87:12 102:16 103:3 106:5 <b>10/9/02</b> 4:20 89:21 <b>100</b> 91:20,22 92:4 94:7,16 <b>1000</b> 2:4 <b>101</b> 239:16 241:17 <b>102</b> 5:15 <b>104</b> 5:19 <b>109</b> 5:22 <b>10:32</b> 77:5 <b>10:54</b> 77:12 <b>11</b> 5:10 98:15,23,23 166:6 224:24 225:24 245:18,24 250:16 258:7 <b>1110</b> 1:14 3:4 <b>113</b> 6:11 <b>119</b> 6:15 <b>11:43</b> 109:10 <b>12</b> 4:4 5:12 87:8 161:12 <b>121</b> 4:5 <b>12500</b> 49:17 <b>126</b> 6:19 <b>12:09</b> 109:15 <b>12:26</b> 121:5 <b>13</b> 5:13 102:15,23 102:24 150:11 206:13	<b>134</b> 6:21 <b>14</b> 5:16 <b>15</b> 5:17 179:25 <b>151</b> 6:23 <b>15951</b> 229:17 <b>16</b> 5:18 104:10,17 104:23 177:25 <b>168</b> 4:6 <b>169</b> 6:24 <b>17</b> 5:20 109:17,25 177:25 194:12,13 <b>17.61.</b> 160:6 <b>17.97.</b> 160:5 <b>176</b> 7:5 <b>18</b> 5:23 110:25 160:22 161:17 239:24 <b>182</b> 7:7 <b>19</b> 5:24 <b>1900</b> 1:13 3:4 10:9 <b>192</b> 7:9 <b>1980</b> 13:10 14:4,19 63:14,16 64:9 262:3 <b>1980s</b> 62:8 228:7 <b>1982</b> 59:4,15,22 <b>19888</b> 210:25 <b>1989</b> 13:5 276:10 <b>1992</b> 13:6 18:13 <b>1999</b> 18:23 20:6,25 33:2 63:20 70:24 <b>1999-2008</b> 21:3,13 21:22 22:18 23:21 24:5 25:17 29:9,20 31:6 38:3 64:2,22 66:19 67:20 71:12 <b>1:22</b> 121:10	<b>20</b> 1:9 5:25 10:6 34:3,4 97:8 105:9 280:13 <b>200</b> 7:11 <b>200,000</b> 101:4,19,22 258:3 <b>2000</b> 141:17 190:10 192:3,18 203:3 209:7 261:20 268:9 <b>2000-2008</b> 211:20 <b>20005</b> 2:22 <b>20006</b> 1:15 3:5 <b>2000s</b> 61:6 <b>2001</b> 164:8,21 <b>2002</b> 1:4 40:19 72:16 73:9,23 79:2 79:18 80:15 81:6 82:6,18 87:8,12 90:9,12 101:4 102:8 199:14 203:10 214:12 <b>2002-2008</b> 42:15 55:22 56:8 57:5 74:10 75:18 89:8,13 91:14 <b>2003</b> 4:23 40:19 93:14,24 97:8,10 101:6 223:22 254:25 255:3 265:24 <b>2004</b> 5:11,14 98:17 99:3,7,10 102:16 103:3 105:9,13 108:8 202:2 206:13 207:18 265:25 <b>2004-2005</b> 223:10 <b>2005</b> 5:19,21 104:12 105:3,3,5 106:11 108:8 109:18 110:4 110:11,13 111:4,14 111:18 119:24 252:3 275:8 <b>2006</b> 49:19 50:5 159:4,9,17 160:2,5
0			
<b>0.02</b> 255:22 256:3 256:17 257:17,23 264:16 <b>00003259</b> 7:11 <b>00026663</b> 6:15 <b>0005043</b> 7:7 <b>0005048</b> 7:9 <b>0007501</b> 7:17 <b>0010550</b> 6:21 <b>0012500</b> 4:13 <b>0014753</b> 7:24 <b>00189903</b> 5:15 <b>00274077</b> 4:22 <b>0028035</b> 5:22 <b>0028334</b> 4:14 <b>0028925</b> 5:19 <b>00412940</b> 5:6 <b>00413701</b> 5:11 <b>00416049</b> 4:19 <b>00430637</b> 4:24 <b>0069072</b> 6:23 <b>007500</b> 215:18 <b>02002</b> 1:4 10:16 <b>035</b> 110:3 <b>04</b> 251:18 <b>047</b> 87:10,20 <b>049</b> 87:6 <b>05</b> 251:18 <b>07</b> 118:4 <b>075</b> 91:2 <b>077</b> 90:7 <b>08</b> 1:4 10:16 <b>0902044</b> 6:11	<b>1.00</b> 110:23 <b>1.10</b> 212:23 <b>1.14.</b> 212:24 <b>1.35</b> 111:3 <b>1/22/06</b> 7:21 229:8 <b>1/27/03</b> 8:11 253:23 <b>10</b> 5:9,14 87:12 102:16 103:3 106:5 <b>10/9/02</b> 4:20 89:21 <b>100</b> 91:20,22 92:4 94:7,16 <b>1000</b> 2:4 <b>101</b> 239:16 241:17 <b>102</b> 5:15 <b>104</b> 5:19 <b>109</b> 5:22 <b>10:32</b> 77:5 <b>10:54</b> 77:12 <b>11</b> 5:10 98:15,23,23 166:6 224:24 225:24 245:18,24 250:16 258:7 <b>1110</b> 1:14 3:4 <b>113</b> 6:11 <b>119</b> 6:15 <b>11:43</b> 109:10 <b>12</b> 4:4 5:12 87:8 161:12 <b>121</b> 4:5 <b>12500</b> 49:17 <b>126</b> 6:19 <b>12:09</b> 109:15 <b>12:26</b> 121:5 <b>13</b> 5:13 102:15,23 102:24 150:11 206:13	<b>2</b> 4:15 80:2,11,11 101:3 105:6 106:7 199:9 240:14 241:11 <b>2,000</b> 179:14	

VERITEXT REPORTING COMPANY

212-279-9424

www.veritext.com

212-490-3430

[2006 - 53]

Page 2

166:6 275:9 <b>2007</b> 6:10 57:22 62:25 113:19 114:5 114:13 116:10 117:2,2 119:17 152:4 154:5,9 159:4 159:8,16 160:2,6 164:12,15,16,21 165:16,19 166:7,12 212:10 232:11,21 232:21 <b>2008</b> 7:13 18:23 19:21,23 20:7,11,25 21:9,18 29:12 33:2 59:20,22,23 61:8,11 62:19,24,25 63:20 70:24 73:24 120:10 141:12,13,17,24 142:19 190:10 192:4,18 203:3,10 203:11 209:8 210:11 212:10 214:12 219:2,3 220:4 230:7 232:22 239:25 261:21 <b>2009</b> 236:23 <b>2010</b> 268:10 <b>2012</b> 267:11 <b>2013</b> 272:22 <b>2014</b> 1:9 10:7 278:13 <b>202-682-7231</b> 2:23 <b>202-778-3050</b> 3:5 <b>205</b> 7:12 <b>21</b> 6:4 206:15,21,22 206:24,25 207:5 208:4 <b>210</b> 7:15 <b>215</b> 7:17 <b>217</b> 7:18 <b>22</b> 6:5 194:21 207:4 207:8,14 <b>22030</b> 2:10 <b>222</b> 7:20	<b>229</b> 7:22 <b>23</b> 6:6,10 113:18 114:5 <b>231</b> 7:24 <b>235</b> 8:5 <b>24</b> 5:19 6:7 104:11 105:2,5 178:7 233:3 233:7 276:11 <b>240,000</b> 101:6 <b>241</b> 8:7 <b>249</b> 8:8 <b>25</b> 5:21 6:8 109:18 110:4,11 113:16,25 164:7,21 276:13,14 <b>250</b> 8:10 <b>253</b> 8:11 <b>256</b> 8:13 <b>26</b> 5:11 6:12 98:17 99:3,6 <b>260</b> 4:7 <b>26663</b> 119:14 <b>27</b> 6:13 80:14 81:6 191:21 196:19 <b>274</b> 4:6 <b>279.5</b> 223:22 <b>27th</b> 103:16 264:6 <b>28</b> 6:14 85:21 191:21 <b>280-285</b> 236:15 <b>2800</b> 3:8 <b>287.3</b> 223:21 <b>28th</b> 278:13 <b>29</b> 6:15 79:17 119:5 119:12 208:11 260:17 <b>290</b> 236:17 <b>2:14</b> 162:4 <b>2:20</b> 162:11 <b>2:25</b> 168:2 <b>2:30</b> 168:7	194:11 241:12 <b>3/20/14</b> 281:3 <b>30</b> 6:16 119:17 279:16 <b>31</b> 6:17 232:11 <b>311</b> 3:13 <b>312-840-7282</b> 2:16 <b>317-212-2264</b> 3:14 <b>32</b> 4:12 49:7,9,16 192:15 <b>3200</b> 3:8 <b>3259</b> 201:13 <b>33</b> 6:18 126:20 127:3 <b>333</b> 79:5 <b>334</b> 79:3 <b>34</b> 6:20 13:9 134:10 134:17 168:24 176:5 276:7 <b>35</b> 6:22 151:12,14 151:20 179:19 <b>353</b> 2:15 <b>36</b> 6:24 169:21 170:3,10,11 222:18 <b>3689</b> 100:24 <b>37</b> 7:4 176:4,4,8,14 <b>3701</b> 98:25 <b>38</b> 7:6 179:19,20 182:23 183:6 <b>38,885</b> 258:16,17 <b>39</b> 7:8 192:24 193:25 <b>3:28</b> 214:4 <b>3:48</b> 214:9	<b>413690</b> 258:9 <b>4141</b> 2:10 <b>41689</b> 258:11 <b>42</b> 7:13 200:13 201:11 203:17 210:11,18 <b>43</b> 7:16 215:8,10,17 <b>43215-6194</b> 3:8 <b>44</b> 7:18 114:3 217:3 217:5 <b>4400</b> 3:13 <b>45</b> 7:19 179:18 222:17,20 <b>46</b> 7:21 229:8,15 <b>47</b> 7:23 231:7,13,22 <b>48</b> 8:4 120:8 235:2,8 262:24 275:17 <b>49</b> 4:13 8:6 241:20 241:23 242:6 <b>4:35</b> 247:7 <b>4:44</b> 247:14 <b>4th</b> 65:12,25
			<b>5</b>
			<b>5</b> 4:23 49:19 90:21 91:5 93:13,20,21 98:4 103:8 106:4 108:9 112:3,19 150:14 <b>5,555</b> 258:16 <b>5/30/07</b> 6:15 119:5 <b>50</b> 8:8 249:17,19 <b>5032</b> 185:21 <b>5035</b> 186:25 <b>5036</b> 187:14 <b>5043</b> 183:9 <b>5048</b> 194:2 <b>51</b> 8:9 250:22 251:4 251:5 <b>5100</b> 2:4 <b>5159</b> 242:7 <b>52</b> 8:11 85:21 253:23 254:5 264:4 <b>53</b> 8:12 256:24 257:6
		<b>4</b>	
		<b>4</b> 4:20 89:21 90:5,5 97:24 101:5,7 108:8 112:17 135:24 <b>4/14/03</b> 8:12 256:24 <b>40</b> 7:10 14:12 200:12,15 229:16 <b>41</b> 3:7 7:12 205:18 205:23 206:2	
	<b>3</b>		
	<b>3</b> 4:18 79:2 86:9,16 87:4 97:6 106:12,19 127:3 153:23		

VERITEXT REPORTING COMPANY

212-279-9424

www.veritext.com

212-490-3430



[59 - adopted]

Page 3

<b>59</b> 111:3 226:5,19 226:21 252:4	<b>89</b> 4:22 16:3 <b>891</b> 103:8 <b>8925</b> 104:25 <b>896</b> 166:5	<b>acre</b> 3:10 11:13 12:20,25 13:8 14:10 14:16,18 17:10 18:3 20:13,18,21,24 21:4 21:14 24:4,18 25:14 25:18 27:11 29:11 29:14,17,23 30:6,14 30:15,20 31:7,14 32:9,18 35:3 40:14 40:22 41:15,21 42:7 48:2 52:10,11 55:17 56:2 57:7,17,20,23 62:2,22 63:8,21 64:8,9,12,25 70:22 70:25 72:2,15,16 73:9,20 76:9,11,15 95:2,4 101:8 119:16 122:9 123:7 128:5 129:9 134:20 140:23 141:2,16 142:9,18,20 144:25 147:17 152:8,11,16 153:2 160:15,23 166:11 168:24 169:5,7,14 171:23 175:24 176:22 177:8 178:4 182:7 182:11 187:25 188:8,18 190:11 191:4 196:15 203:4 203:11 204:13,14 204:15,17 207:10 207:11,20,21 208:6 211:8 216:17 228:15,22,25 230:4 230:15,21 231:3,4 243:4 244:16 255:17,18,24 261:21 264:20,21 267:19 268:9 275:2	124:23 133:14,15 133:18 139:7,12 141:23,25 149:7 160:19 161:11 163:18 179:24 180:3 192:7,16 228:5 243:18 267:15 272:8,18 <b>acres</b> 15:12,13,23 24:24 <b>acronym</b> 139:4 <b>acronyms</b> 132:15 <b>act</b> 16:22 53:22 <b>acted</b> 84:18 106:24 <b>action</b> 2:17 10:25 11:4 278:11 <b>actions</b> 1:5 <b>active</b> 145:9 <b>actively</b> 131:14 <b>activity</b> 7:16 215:11 216:3,18 <b>actual</b> 123:5 141:22 255:24 <b>add</b> 139:3 180:10 197:20 228:6,23 258:15 262:20 <b>added</b> 74:6 197:19 226:6 227:12 256:3 <b>adding</b> 64:14 261:25 <b>addition</b> 195:22 <b>additional</b> 62:13 255:12,17 258:14 258:17 262:20 <b>address</b> 12:21 145:11,12,17 174:7 235:21 <b>addressed</b> 84:7 <b>addressing</b> 85:9 <b>adf</b> 116:2 <b>adjust</b> 255:11 <b>adjustment</b> 233:4 255:10,23 264:16 264:20 <b>adopted</b> 91:20
<b>6</b>	<b>9</b>		
<b>6</b> 5:4 93:5 96:23 101:2 <b>6/27/02</b> 4:15 80:2 <b>6/3/02</b> 4:14 78:8 <b>60606</b> 3:14 <b>60654</b> 2:16 <b>61</b> 106:8 252:4 <b>617-227-2015</b> 3:9 <b>621</b> 94:2 <b>626</b> 94:25 <b>637</b> 93:23 <b>64</b> 106:9 120:9 <b>67</b> 120:11 <b>68</b> 192:14 <b>68/32</b> 192:4 <b>6874</b> 12:22	<b>9</b> 5:8 90:9,12 221:3 <b>900</b> 2:22 <b>903</b> 102:25 <b>90s</b> 58:24 <b>91¢</b> 213:7 <b>92</b> 16:6,7,8 <b>93</b> 4:24 224:24 <b>940</b> 97:4 <b>96</b> 5:6 <b>97¢</b> 212:23 <b>98</b> 5:11 <b>99</b> 21:7,8,16 29:10 <b>9:06</b> 1:15 10:7		
<b>7</b>	<b>a</b>		
<b>7</b> 5:5 96:14,21 97:2 199:14 258:12 <b>7/12/02</b> 4:18 86:9 <b>7/2/04</b> 7:19 222:20 <b>7/5/06</b> 4:12 49:9 <b>703-764-8700</b> 2:11 <b>713-653-7803</b> 2:5 <b>72</b> 151:24 <b>77002</b> 2:5 <b>78</b> 4:14 <b>78¢</b> 213:8	<b>a.m.</b> 1:15 <b>ability</b> 30:24 91:15 250:20 <b>able</b> 125:23 130:23 135:8 167:18 194:18 196:6 216:7 <b>absolutely</b> 189:10 <b>accept</b> 111:3 <b>accepted</b> 28:11 <b>access</b> 204:3,7 216:5 <b>accommodate</b> 196:6 <b>accounts</b> 19:14 183:25 <b>accurate</b> 164:10,19 173:10 237:13 238:4,5 258:23,23 259:21 263:10,18 279:19 280:6 <b>accurately</b> 250:11 250:13 <b>acknowledgment</b> 280:2 <b>acquire</b> 72:4 <b>acquired</b> 230:15		
<b>8</b>			
<b>8</b> 5:7 106:5 187:14 268:10 <b>8/8/08</b> 211:5 <b>80</b> 4:17 <b>80s</b> 30:13 58:25 75:9 <b>81</b> 15:11,11,13 <b>81¢</b> 213:8 <b>86</b> 4:19 <b>88</b> 16:2 <b>8899</b> 105:16			



<b>advantages</b> 87:21 <b>advertising</b> 150:4 <b>affect</b> 30:19 155:9 155:24 156:9,21 165:23 166:15 167:3,9,10,13 221:16 225:14,21 225:23 226:2 227:8 238:2,18 239:21 <b>affiliation</b> 133:21 <b>aforesaid</b> 278:5 <b>afraid</b> 36:22 <b>afternoon</b> 121:15 <b>afternoons</b> 14:22 <b>agency</b> 77:20 <b>agenda</b> 90:11,21 99:5 100:11 103:5 105:4 <b>ago</b> 43:9 110:20 122:10 128:25 173:4 175:23 180:20 194:16 221:9 245:12 250:16 <b>agree</b> 127:11 154:21 194:16 205:7 221:15 237:2,6 247:24 259:9 <b>agreed</b> 38:6 266:10 <b>agreement</b> 6:21 36:21 134:11,19 135:2,14 <b>agri</b> 83:10,14,16 <b>ahead</b> 13:18 25:9 31:19 75:6 81:24 86:19 138:6 221:23 251:10 <b>ai</b> 245:8 <b>aided</b> 278:9 <b>al</b> 255:2 <b>aldi</b> 21:24 26:14 27:23 30:2 207:6 208:5 <b>allen</b> 2:3 4:5 11:5,5 121:14,16 126:25	128:13 130:14 131:20 132:11 134:3,15 136:25 137:9,16 138:11,22 142:25 149:9,17 150:2 151:8,12,18 154:11,18 155:7,18 156:23 157:17 158:10,16 159:14 159:22 160:14 161:24 162:12 163:10,21 164:4,16 164:17 165:13 166:3,23 167:11,20 221:10 <b>allied</b> 143:6,9,12,16 143:18,21,23 144:13 <b>allow</b> 175:17 <b>allowance</b> 106:8 <b>allowed</b> 46:23 47:5 <b>alls</b> 261:23 <b>amazingly</b> 239:13 <b>ambiguous</b> 136:19 <b>american</b> 116:4,12 125:9 <b>ames</b> 223:15 <b>amount</b> 25:18 98:3 <b>ams</b> 45:9 47:21 51:3 <b>ams's</b> 216:9 <b>analysis</b> 230:22 <b>analyze</b> 31:12 <b>anderson</b> 2:21 11:16 11:16 78:16 80:19 80:23 96:22 274:17 <b>animal</b> 4:23 41:3,4,7 41:9,15 72:17,20 79:6,11,20 87:23 88:7 93:13,23 94:3 94:4,6,10,23 106:7 106:12,19,25 107:4 107:7,8,10,13,20 120:4,14 226:23 227:3 229:3,4 230:16,22 237:25	238:17,17 240:15 252:2 253:7,15 255:12,18,25 256:9 257:16 260:24 261:10 262:6,18 264:13,22 266:7 267:16 270:2,2,16 270:22 274:4 <b>animals</b> 177:5 <b>ann</b> 234:21,22 275:18 <b>announcing</b> 231:19 <b>annual</b> 31:25 158:25 196:8 271:20 <b>annually</b> 195:23,23 196:8,14,15 <b>answer</b> 9:3 18:16 30:9 31:19 34:20 56:20 64:7 74:16 94:18 120:21 136:19 137:5 149:4 149:23 160:9 165:9 172:17 191:9 192:9 194:17 205:11 233:12 241:2,8 248:10,13 <b>answered</b> 234:11 <b>anticipates</b> 244:19 <b>antitrust</b> 1:3 10:13 136:2 281:2 <b>anybody</b> 53:17 55:17 92:12,25 95:15 153:20 201:11 259:24,25 260:3 <b>anymore</b> 211:15 212:17 <b>anyplace</b> 189:12 <b>apparently</b> 165:16 <b>appear</b> 151:22 <b>appears</b> 49:18 79:18 81:4 127:11 152:3 160:2 254:13 <b>applications</b> 191:6	<b>applies</b> 92:3 <b>appoint</b> 103:21 139:20 <b>appointed</b> 79:9 140:9 <b>appropriate</b> 279:7 <b>approval</b> 51:17 175:9 <b>approved</b> 1:16 51:16,19 <b>approximate</b> 190:18 191:3 192:17,21,22 <b>approximately</b> 13:5 14:7 15:10 16:2,7 68:18 179:25 191:18 258:18 265:3 267:8 269:12 273:20 <b>approximation</b> 192:6,16 <b>april</b> 6:10 103:16 106:10 113:18 114:5,13 120:10 159:8,16,25 160:4,6 251:18 252:3 <b>area</b> 4:23 40:20 42:2 42:4 73:4,22 93:14 93:24 98:6,6,9 105:18,19,21,23 106:2 152:5,6,12,16 152:18,23 153:3,4 153:17 180:3 252:20 <b>areas</b> 98:8 152:12 152:24 <b>argumentative</b> 228:17 <b>arizona</b> 128:3 <b>arkansas</b> 255:7 <b>arrange</b> 181:6,9 <b>arthur</b> 1:13 3:3 11:13 79:14 116:16 <b>artwork</b> 174:21,23 175:15 274:8
---	---	---	--

[asia - bates]

Page 5

<b>asia</b> 225:5	123:19,19 124:12	38:2 56:14,22 60:20	40:11 83:19 84:3,12
<b>aside</b> 262:22	124:15 142:12,24	75:9 77:11 109:14	84:15,24 85:21
<b>asked</b> 28:9 46:16	152:16 153:8,11,16	121:9 150:10 157:9	88:24 89:14 96:15
47:15,18 96:2 97:21	153:19,22	162:10 168:6	97:5 114:17 118:12
132:6 175:23	<b>attendees</b> 114:6	174:24 175:3,10,10	156:17 196:13,17
191:11,13 219:21	115:19	175:14 178:25	199:17 200:3,4
221:24 222:2	<b>attending</b> 10:20	184:19 186:15,18	202:19,20 203:13
231:16 234:10	43:15,17 87:13	193:18 197:15,21	203:22 204:6,22
253:5 260:21 263:3	90:14 99:9 104:4	206:9,15,22,24,25	205:4,6,8,13,14
264:5,15 271:24	114:11 153:7	214:8 224:24	206:25 207:15,20
272:15	<b>attorney</b> 279:16	241:18 243:21	208:6,8,16,20,25
<b>asking</b> 46:17 137:18	<b>attorneys</b> 10:19	247:13 262:4	209:4 213:5,9,14,19
137:23 154:16	<b>attwood</b> 115:25	<b>backed</b> 66:16,17	216:23,25 232:24
197:3 220:5,9	<b>atwood</b> 128:2	<b>background</b> 13:15	251:17 270:9
238:12 274:4	<b>audits</b> 55:22	16:13	<b>barry's</b> 7:10 200:16
<b>assemble</b> 129:25	<b>auger</b> 180:12	<b>backing</b> 66:25	200:22 201:3,6
<b>assessments</b> 111:15	<b>august</b> 7:13 210:11	206:23	209:21
<b>assign</b> 175:10	232:11,21 251:18	<b>bad</b> 190:23	<b>base</b> 12:22 197:20
<b>assist</b> 173:20,25	<b>authority</b> 109:4,5	<b>bag</b> 37:9,10,14,20	206:21 207:4,8
<b>assisted</b> 146:15,16	<b>authorized</b> 107:8	37:23	<b>based</b> 30:16,17,22
<b>associated</b> 37:13	<b>available</b> 201:17,22	<b>bagels</b> 218:11	37:13 38:18 39:19
255:12	202:7 203:8	<b>baghdad</b> 59:12,15	81:13 139:19
<b>association</b> 6:8 46:9	<b>avenue</b> 2:10	<b>baker</b> 3:12 11:22	154:23 157:25
113:17 114:4,13,22	<b>avenues</b> 68:4	81:25 83:25 90:23	163:2,19 165:2,16
114:24 115:3	<b>average</b> 32:5,7	103:14 199:15	166:14,24 182:6,10
138:25 264:21	195:8,9,17	<b>bakeries</b> 37:25	222:4
<b>assume</b> 195:5	<b>avian</b> 224:20 225:2	179:15	<b>bases</b> 233:2
<b>assuming</b> 158:23	225:7 245:8,18	<b>baking</b> 33:9	<b>basically</b> 16:24
<b>atlanta</b> 5:21 99:7,10	<b>avoid</b> 107:2	<b>balance</b> 98:2,5	19:19 30:16 68:6
99:13 105:5 109:19	<b>awaiting</b> 178:20	223:10	209:17 272:17
110:4,11,16 111:18	<b>aware</b> 17:8 71:5	<b>balanced</b> 98:8	<b>basis</b> 15:21 28:18
145:13,15,15	83:20 101:8,11	<b>ballpark</b> 23:13	31:13 61:4,23 64:4
<b>attached</b> 4:19 86:10	134:24 204:6	32:21 34:2 65:4	70:12 74:18 100:17
185:5,7,11,14	218:17 228:24	265:23	126:4 142:13,14
279:13	268:8 272:11	<b>barbara</b> 269:5	163:19 182:20
<b>attend</b> 99:19,22	<b>b</b>	271:12,21 272:3,6	201:4 204:22 205:4
135:9 140:20	<b>b</b> 2:3 4:9 5:1 6:1 7:1	272:22	210:7,8,9 211:21
146:12 148:9,12	8:1 141:11,11	<b>barrel</b> 242:12,25	216:15,24
152:9 153:2	<b>b2b</b> 170:14	243:2,5 250:4 251:7	<b>bates</b> 49:10 78:9
<b>attended</b> 13:24 14:5	<b>baby</b> 161:4 177:22	251:14 253:12,14	80:5 86:11 89:23
48:6,12 84:7,20	177:23 180:16	<b>barry</b> 5:5 29:13 30:7	93:15 96:15 98:17
91:9 93:10 100:15	<b>back</b> 15:22 16:22	31:2,15 32:10,13	102:17 104:12
105:22 107:23	18:22 20:10 21:7,8	35:9,12,13,14,18	109:19 113:19
108:13 111:18	26:7 28:14,23 30:12	37:4,8,11,12,18,18	119:6 126:22 127:5
112:23 113:5		38:5,7,10,14 39:21	134:11,21 150:11

[bates - building]

Page 6

150:15 151:15,23 153:24 162:17 182:24 183:9 185:21 192:25 193:25 200:16 205:19 206:2 210:12,24 215:11 215:17 217:6,10 222:17,21 229:9,16 231:8,13 235:3 241:24 242:6 249:20,24 250:23 251:4 253:24 254:5 256:25 257:6 <b>bearing</b> 215:17 242:6 251:4 257:6 <b>bears</b> 183:8 193:25 201:12 210:24 217:10 222:17 229:16 231:13 235:17 249:24 254:5 <b>beatty</b> 242:11,16,23 243:10 <b>beef</b> 200:7 <b>began</b> 119:23 120:9 212:22 275:6 <b>beginning</b> 1:15 14:19 26:18 27:5 230:6 <b>begins</b> 77:9 162:8 247:11 <b>begun</b> 230:17 <b>behalf</b> 2:6,12,17,24 3:10,15 11:17,22 51:25 <b>believe</b> 21:2 29:12 30:3 32:17 36:20 43:24 50:11 54:14 56:11 57:22 61:12 62:10 63:2 78:5 82:11,15,16,19 83:6 99:18 116:18 117:4 124:3,4 125:4,9 129:3 141:18,24	145:19 152:21 176:21 183:8 184:16,17 189:5 203:25 207:18 209:9 216:5 221:10 223:12 249:15 254:17 263:2 265:25 268:9 271:8 <b>believed</b> 263:9,17 <b>bell</b> 223:10 232:11 <b>bell's</b> 223:8 224:2,3 232:23 236:21,21 251:16,21 <b>belong</b> 186:6 <b>belt</b> 178:9,10,25 <b>belts</b> 178:8 <b>benchmark</b> 38:11 38:12,13,15,16 205:8,11,15 <b>best</b> 103:19 168:21 177:4,4,5 222:6,9 222:12,14 244:19 244:22 250:19 263:17,24 275:22 <b>beth</b> 116:20 <b>better</b> 58:4,16 153:25 154:14 157:23 162:19,21 163:4,13,24 165:2 165:15,18 241:8 <b>beyond</b> 272:20 <b>bi</b> 195:23 196:8,14 <b>bids</b> 70:11 <b>big</b> 141:11 234:14 259:7 270:17 <b>bigger</b> 155:25 188:21 <b>biggest</b> 33:14 224:23 225:13,20 <b>bill</b> 117:22 217:20 254:9 264:7 <b>billing</b> 195:18 <b>bins</b> 180:14 <b>bird</b> 82:19 120:5,8 120:10,12,16,18	225:17,18 246:5 252:4,25 261:2,12 261:14 262:9 <b>birds</b> 46:24 54:5,9 76:2,3 177:25 180:9 180:17 224:25 225:15,25 226:6 227:12 236:16 244:2 245:18,24 261:12,16,19,25 270:21 <b>bit</b> 39:3 191:21,24 198:16 <b>black</b> 188:20 <b>blair</b> 79:15 <b>blind</b> 70:10 <b>block</b> 2:14 10:24 <b>bloyer</b> 117:22 <b>board</b> 5:20 20:18,21 20:25 70:13 71:9 108:3,6 109:18 110:4,7,10 124:13 124:15,18 129:10 211:7,22 212:6 213:13,22 <b>bob</b> 79:15 254:16 <b>boies</b> 2:9 11:9 <b>boies.com</b> 2:11 <b>boomsma</b> 257:9,10 <b>bored</b> 201:12 <b>bottom</b> 79:5 97:14 110:17 199:10 219:20 224:6,7 226:3 <b>box</b> 37:9,10,14,20 37:24 175:12 <b>bradley</b> 217:20 223:7,18 254:10 255:8 264:7 <b>brand</b> 171:17,20,24 206:20 248:4,24 249:3,4 <b>branded</b> 29:17 30:14 171:18 207:12	<b>brands</b> 217:24,25 218:22 220:10 <b>breach</b> 36:25 <b>break</b> 68:11,11,20 76:25 107:11 109:8 162:15 167:24 213:25 <b>breakdown</b> 181:21 190:18 192:4 <b>breaker</b> 115:8,9,10 <b>breakfast</b> 65:20 <b>breaking</b> 51:13 58:14 68:10 144:3 144:18,19,20 145:2 145:3 178:25 248:19 <b>breaks</b> 115:12,14 144:20 <b>breeder</b> 108:19 160:24 177:14,16 177:16,20 <b>breeders</b> 243:22 <b>brian</b> 117:25 <b>briefly</b> 168:13,13 <b>bring</b> 62:12 125:15 125:20 239:6 <b>brings</b> 178:10 <b>broad</b> 21:17 <b>broken</b> 143:4 179:2 179:3 209:12 230:16 <b>brokers</b> 136:6 <b>bros</b> 90:23 <b>brothers</b> 127:25 128:18 <b>brown</b> 5:5 39:7 87:13 88:3,19,20,23 96:15 97:5 <b>bruce</b> 257:9,10 <b>buckeye</b> 128:3 <b>budget</b> 222:3 <b>build</b> 72:6 197:14 262:20 <b>building</b> 64:12 75:23 178:11 228:8
---	--	---	--

[building - certified]

Page 7

228:9,10 261:24 <b>built</b> 177:2 <b>bulk</b> 179:10,10 <b>bullet</b> 94:5 <b>burke</b> 3:12 11:21,21 260:5,8 <b>business</b> 12:21 28:15,24 30:5 61:17 62:13 65:18,23 70:3 99:14 147:15 149:10,19 150:7 198:9,11 204:20 206:14 216:21 225:13,20 246:14 246:15 271:7 <b>butch</b> 82:12,12,13 <b>buy</b> 34:5 70:13 92:8 98:8 177:14 179:11 180:3,4,7 270:20 <b>buyer</b> 231:25 242:11,24 250:9 251:7 265:9 271:6 <b>buyers</b> 269:14 <b>buying</b> 68:25 252:18 <b>buys</b> 70:19	<b>called</b> 46:4 54:16 56:6 57:14 64:19 77:16 82:6,18 99:17 99:18 111:23 118:17 125:5 128:22 129:4 201:6 224:9 248:24 <b>calls</b> 46:12 136:17 155:2 156:4 163:5 165:8 184:10 233:10 238:7,11 <b>canby</b> 128:7 <b>candy</b> 250:3,7,8,9 <b>capabilities</b> 185:3 267:15 <b>capacity</b> 228:23 229:2 230:23 <b>capital</b> 141:11 240:23 241:3 <b>capper</b> 53:22 135:18 135:25 136:14,15 136:23 <b>caption</b> 87:7 <b>card</b> 245:5 <b>care</b> 94:3,6,10,23 106:7,12,19,25 107:4,7,8,10,13 110:25 120:4,14 147:14 227:3 229:3 229:4 230:16,22 240:15 253:7 255:13,19,25 256:9 257:16 260:24 261:10 262:6 264:13 <b>carefully</b> 279:5 <b>cargill</b> 54:14,15 117:24 <b>carolina</b> 275:5,12 <b>carrie</b> 2:21 11:16 <b>carrie.anderson</b> 2:23 <b>carried</b> 108:10 112:20	<b>carriers</b> 181:2 <b>carrying</b> 206:2 <b>carter</b> 83:11 <b>carton</b> 14:22,24 16:25 39:4,5,5,5,6 84:14,17 93:7 171:10,10,10,18 174:17,18,19,24,25 175:7,14,18 179:14 207:13 <b>cartons</b> 172:7,15,21 174:15 178:15,15 257:17 274:10 <b>case</b> 10:14,16 16:25 18:22 39:6,7,8 75:14 76:19 155:23 180:24 195:10 210:22 220:24 228:5 231:19 237:4 <b>cases</b> 39:23 73:2 101:5,6,19,23 159:9 160:4 171:8,8 172:20 178:16,17 180:11 182:16 258:3,16,16,17 <b>categories</b> 18:24 <b>category</b> 181:21,24 182:2 <b>catherman</b> 117:17 <b>cattle</b> 67:11 <b>cause</b> 36:25 156:25 166:22 <b>caused</b> 120:5,15 212:14 260:25 <b>causing</b> 246:5 <b>ccf</b> 217:24,25 218:22 220:10,12,13,14 <b>ccr</b> 1:16 <b>center</b> 25:2,3 223:15 <b>centered</b> 85:13 270:16 <b>centers</b> 270:21 <b>centralized</b> 130:9 <b>cents</b> 85:21 111:3 159:2 255:10	<b>ceo</b> 249:8 <b>cep</b> 129:10,13,14,16 130:7 131:22 132:18 133:20 136:15 137:2,10,17 137:22,23 138:10 138:13 <b>cep's</b> 132:10 <b>certain</b> 173:15,18 174:2 234:17 <b>certainly</b> 115:20 <b>certificate</b> 268:4 <b>certificates</b> 268:5,6 <b>certification</b> 270:13 <b>certified</b> 6:18,20 21:25 27:7 30:3 41:3,13 55:15,23 72:17,20 73:11,25 87:24 88:8,22 89:4 89:15 90:22 91:4,6 91:7,16,17,17 92:5 92:8,18 94:3,6,10 94:11,12,13,13,23 95:5,10,16,17 96:3 106:7,12,14,21,25 107:3,4,5,7,8,10,14 107:15,16 120:4,15 122:24 123:6,7,10 123:12,20,23 126:17,20 127:4,12 127:13,15 128:15 129:15 130:3 132:2 132:18 134:5,10,19 135:9,15,17 136:3,9 136:13 148:25 149:12,21 150:5 164:6,19 208:17,18 208:21,22,24,25 209:3,5,14,25 226:22 227:3 229:3 229:4 230:16,23 247:18,25 249:5,13 252:2,8,18 253:8 256:4 257:16,21 260:25 262:7
<b>c</b>			
<b>c</b> 2:1 3:1,3 141:11 278:2,2 <b>cage</b> 41:24 73:3,10 73:24 106:8 181:23 226:7 227:13,25 261:17,17 270:20 <b>cages</b> 73:2,6 262:20 <b>cal</b> 82:2 97:19 99:24 223:12,12 242:21 242:22,25 243:7 <b>calculations</b> 33:24 <b>california</b> 83:5 188:24 <b>call</b> 19:9,25 43:25 51:24 70:2 95:15 115:13 139:5 140:3 145:4 181:23 195:16 262:7			

[certified - common]

Page 8

266:17,24 267:20 268:3,11,23 269:22 270:2,8,9 271:3,15 271:25 272:6,14,19 272:25 273:6,10,17 274:9 <b>certify</b> 278:4 <b>cfo</b> 265:7 <b>cfo's</b> 266:10 <b>chad</b> 117:16 <b>chain</b> 7:12,23 8:4,6 8:9 205:19 231:8 235:3 241:24 250:23 <b>chairman</b> 48:21 49:24 50:7,11 79:9 103:14 110:19 114:10 129:9,12,21 129:22 139:13,21 139:25 140:5,6,8,8 140:9,11,13,22 145:22 147:24 249:8,9 <b>chairman's</b> 50:12 110:18 <b>chairmanship</b> 50:21 <b>chance</b> 31:18 <b>change</b> 23:14,15 30:25 39:25 72:25 72:25 76:4 111:13 161:25 174:15 224:14 246:16 253:7 <b>changed</b> 16:4,20 18:13 27:6 39:18 132:17 173:6 237:11 270:6,12 272:18 <b>changes</b> 111:5 112:9 119:24 279:12 280:5 <b>changing</b> 75:24 161:13 246:15 269:25 270:7	<b>channels</b> 58:12 <b>character</b> 173:19 <b>characterization</b> 191:8 <b>charge</b> 42:4 47:21 257:12 <b>checked</b> 138:9 <b>checks</b> 20:2 <b>chef</b> 248:24 <b>chemical</b> 118:5 144:8,9 <b>chemicals</b> 144:8 <b>chicago</b> 2:16 3:14 4:16 10:24 71:9,9 79:16 80:4,15 81:10 97:8,13 118:22 207:5,9 <b>chick</b> 233:3,7,16,19 <b>chicken</b> 15:20 44:18 44:24 45:2 64:13 74:6 200:9 261:18 261:24 <b>chickens</b> 47:5 52:12 52:14 64:14 177:19 180:13 233:20 234:4 240:19 <b>chicks</b> 106:10 161:4 177:15,16,22,23 180:16 243:23 252:3 <b>chief</b> 26:4 <b>china</b> 189:18 190:3 190:13 <b>cholesterol</b> 24:15 173:6 <b>chris</b> 117:20 <b>christmas</b> 244:5 <b>chuck</b> 83:4 <b>circle</b> 25:5 111:2 <b>circumstances</b> 40:3 <b>cisneros</b> 116:8 <b>city</b> 124:3 <b>claim</b> 67:9,11 <b>clarify</b> 168:21 230:13	<b>clark</b> 2:15 254:23,25 <b>class</b> 11:7,10 121:17 <b>clear</b> 39:6 41:8 63:13 76:7,22 168:20 171:10 174:18 <b>clearinghouse</b> 70:8 <b>clearly</b> 230:13 <b>client</b> 36:12 66:8 186:10 228:13 <b>clients</b> 221:20,21 <b>clockwork</b> 66:5 <b>close</b> 65:25 <b>closer</b> 21:18 <b>cm00181854</b> 4:17 80:5,13 <b>cm00189887</b> 5:15 102:17,25 150:12 <b>cm00189891</b> 150:15 <b>cm00189903</b> 102:18 <b>cm00274063</b> 4:22 89:23 90:7 <b>cm00274077</b> 89:24 <b>cm00412937</b> 5:6 96:15 97:3 <b>cm00412940</b> 96:16 <b>cm00413675</b> 5:11 98:17,24 <b>cm00413689</b> 258:8 <b>cm00413701</b> 98:18 <b>cm00416046</b> 4:19 86:11 87:6 <b>cm00416049</b> 86:11 <b>cm00430620</b> 4:24 93:15,22 <b>cm00430637</b> 93:15 <b>colder</b> 179:17 <b>college</b> 14:6 <b>columbus</b> 3:8 14:5 <b>column</b> 159:24 202:10,13 <b>combination</b> 156:8 <b>combine</b> 125:22 <b>combined</b> 117:7	<b>come</b> 28:14,23 44:17 56:12 175:9 178:8 193:15 241:18 268:15 <b>comes</b> 173:16 193:13 <b>coming</b> 76:4 86:22 173:12 233:20 <b>comment</b> 259:13 <b>commentary</b> 202:18 202:25 <b>comments</b> 100:25 110:18,19 111:17 <b>commission</b> 21:11 280:20 <b>commit</b> 91:6 <b>committee</b> 4:16,21 5:10,13,18 41:2,19 42:10,11,17 43:3,8 43:12 44:6 45:14 46:2,18,20,22 54:23 55:7,8,12 79:7,10 79:12,20 80:3,14 81:5,13,15 85:4 87:9 88:3 89:22 90:8,11,13 97:7,21 98:16 99:2,3,6,10 100:9 102:16 103:3 103:6,10,12,15,17 103:23 104:2,6,11 105:2,3,8,12 107:21 111:21,22 112:8 150:17,22 151:4,10 198:21,22 199:12 199:13 <b>committee's</b> 41:12 198:25 <b>committees</b> 46:19 46:19 198:17,20 <b>commodity</b> 176:23 181:12,13,14,15 182:13,18,19 259:7 <b>common</b> 40:8 172:23 198:7,8
---	---	---	---

[communicated - consisting]

Page 9

<b>communicated</b> 19:13	<b>completing</b> 14:15	61:1 62:1 63:1 64:1	203:1 204:1 205:1
<b>communication</b> 231:25	<b>compliance</b> 55:23	65:1 66:1 67:1 68:1	206:1 207:1 208:1
<b>companies</b> 46:23	95:17,21,22	69:1 70:1 71:1 72:1	209:1 210:1,19
83:7 87:24 88:8	<b>complied</b> 73:9 92:19	73:1 74:1 75:1 76:1	211:1 212:1 213:1
91:6,7 94:3,14,24	96:3	77:1 78:1 79:1 80:1	214:1 215:1 216:1
106:8,13,14,20,21	<b>comply</b> 73:2 266:7	80:18 81:1 82:1	217:1 218:1 219:1
107:7,10,14 111:25	<b>complying</b> 73:21	83:1 84:1 85:1 86:1	220:1 221:1 222:1
116:9 117:7 124:21	120:3,14 255:24	87:1 88:1 89:1 90:1	223:1 224:1 225:1
125:16,17,21,24	260:24	91:1 92:1 93:1 94:1	226:1 227:1 228:1
126:5 128:18	<b>component</b> 84:13	95:1 96:1 97:1 98:1	229:1 230:1 231:1
137:19 143:22	<b>compound</b> 55:2	99:1 100:1 101:1	232:1 233:1 234:1
144:2,4,8,9,10,11,17	<b>computer</b> 278:9	102:1 103:1 104:1	235:1,18 236:1
144:18,19 149:20	<b>comtell</b> 201:6,7,18	105:1 106:1 107:1	237:1 238:1 239:1
164:6,19 248:3	201:22 202:8,20,22	108:1 109:1 110:1	240:1 241:1 242:1
<b>company</b> 7:6 41:18	202:25 203:4,6,8,12	111:1 112:1 113:1	243:1 244:1 245:1
42:3 46:5 51:5,10	203:19 204:2,4,8,21	114:1 115:1 116:1	246:1 247:1 248:1
51:21 61:3 74:12	216:6,8,11	117:1 118:1 119:1	249:1 250:1 251:1
75:3 76:2 81:21	<b>conagra</b> 33:8	120:1 121:1 122:1	252:1 253:1 254:1
94:6,8,9,11,12	<b>concern</b> 224:19	123:1 124:1 125:1	255:1 256:1 257:1
106:20 107:5 109:5	225:5	126:1 127:1 128:1	258:1 259:1 260:1
115:9,18 118:20	<b>concerned</b> 45:23	129:1 130:1 131:1	261:1 262:1 263:1
123:18 124:19	<b>concluded</b> 277:3	132:1 133:1 134:1	264:1 265:1 266:1
128:23 137:24	<b>concludes</b> 276:24	135:1 136:1 137:1	267:1 268:1 269:1
144:20,20 169:5	<b>conclusion</b> 46:13	138:1 139:1 140:1	270:1 271:1 272:1
174:7,25 175:14	136:18 219:23	141:1 142:1 143:1	273:1 274:1 275:1
177:17,21 181:7	234:19	144:1 145:1 146:1	276:1 277:1
182:24 185:2,3	<b>conclusions</b> 158:9	147:1 148:1 149:1	<b>confusing</b> 202:12
225:11 228:8	158:15	150:1 151:1 152:1	<b>connected</b> 45:2
247:18 248:20	<b>conditions</b> 84:5	153:1 154:1 155:1	<b>connection</b> 53:22
249:8,14 262:2,4	167:15,15 199:19	156:1 157:1 158:1	83:18
<b>company's</b> 53:11	<b>conduct</b> 79:16	159:1 160:1 161:1	<b>connector</b> 26:5
<b>compare</b> 202:5	<b>conference</b> 114:18	162:1 163:1 164:1	<b>consider</b> 21:18 23:9
228:25	<b>confidential</b> 1:7	165:1 166:1 167:1	146:13 175:24
<b>compared</b> 44:25	13:1 14:1 15:1 16:1	168:1 169:1 170:1	206:15
159:4 223:21	17:1 18:1 19:1 20:1	171:1 172:1 173:1	<b>consideration</b> 32:9
234:18	21:1 22:1 23:1 24:1	174:1 175:1 176:1	39:10
<b>comparing</b> 219:12	25:1 26:1 27:1 28:1	177:1 178:1 179:1	<b>considered</b> 14:14
<b>comparison</b> 230:5	29:1 30:1 31:1 32:1	180:1 181:1 182:1	65:2
<b>compensated</b> 21:4	33:1 34:1 35:1 36:1	183:1 184:1 185:1	<b>consist</b> 126:12
<b>competitor's</b> 193:16	37:1 38:1 39:1 40:1	186:1 187:1 188:1	<b>consisted</b> 144:16
<b>competitors</b> 243:8	41:1 42:1 43:1 44:1	189:1 190:1 191:1	<b>consistent</b> 66:18
<b>compiled</b> 184:11	45:1 46:1 47:1 48:1	192:1 193:1,9,13	113:2
	49:1 50:1 51:1 52:1	194:1 195:1 196:1	<b>consistently</b> 275:2
	53:1 54:1 55:1 56:1	197:1 198:1 199:1	<b>consisting</b> 79:13
	57:1 58:1 59:1 60:1	200:1 201:1 202:1	151:21



[consists - customer]

Page 10

<b>consists</b> 187:4 <b>constant</b> 39:14,18 76:4 <b>constantly</b> 75:24 <b>construction</b> 275:7 <b>consult</b> 135:8 <b>consumer</b> 107:9 <b>consumers</b> 218:16 <b>cont'd</b> 5:1 6:1 7:1 8:1 <b>contact</b> 26:13,15,17 26:21,25 27:3,6,8 27:10 69:25 94:24 95:3,4 146:7 147:17 174:12 194:8 <b>contacted</b> 95:9,12 <b>contain</b> 262:18 <b>contained</b> 251:8 <b>container</b> 166:5 <b>contains</b> 201:14 <b>context</b> 85:16 115:6 <b>continual</b> 161:22 <b>continue</b> 61:5,13 228:6 <b>continued</b> 29:19 228:23 262:13 <b>continuous</b> 262:12 <b>contract</b> 27:13,16 27:21,22,24 28:4,25 34:8,14 39:16 40:5 45:21 119:23 266:12 271:18 <b>contracts</b> 26:6 34:9 61:25 271:20 <b>contribute</b> 221:12 <b>contribution</b> 158:24 <b>control</b> 180:9 <b>conversation</b> 266:23 267:13 268:16,22 271:5,21 272:4,21 272:24 <b>conversations</b> 266:16 269:21 271:2,14 274:13	<b>conversion</b> 84:25 85:15 <b>convert</b> 44:13 <b>convey</b> 263:17 <b>conveyor</b> 178:9,10 <b>cooler</b> 15:3,6,8,15 15:24,25 16:17,19 17:2,6,8,12,16 75:8 75:9 178:19 179:16 179:17 <b>coolers</b> 66:24 67:3 74:22 75:10 <b>cooling</b> 16:12,16,17 <b>cooperative</b> 127:24 129:25 130:10 131:8,10,18 135:18 136:15 <b>cooperative's</b> 131:3 <b>cooperatives</b> 135:19 <b>coordinate</b> 19:17 175:2 <b>coordination</b> 79:11 <b>copy</b> 87:15 175:15 <b>corn</b> 180:4,10 <b>corner</b> 170:5,13 186:24 <b>corporation</b> 128:4 <b>correct</b> 13:11 24:2 42:25 61:8 69:6 84:24 119:3 128:11 129:10 140:6 154:14 159:10 162:23,25 172:22 173:2,10,21 187:18 188:25 189:4,19,22 194:19 195:5 210:3 213:11 217:18 223:19 239:2 256:18 258:4 263:10,18,22 278:10 <b>correction</b> 281:4 <b>corrections</b> 279:5,8 280:4	<b>correctly</b> 128:8 136:10 150:24 159:5 191:14 235:25 261:4 278:8 <b>correlation</b> 156:20 157:14 <b>cort</b> 15:12,23 24:24 <b>cost</b> 37:12,16 39:8 119:25 120:3 195:8 195:9 196:22 219:15,19 240:10 240:16,24 241:3,4,6 255:12,24 256:3,12 256:15 257:22 261:15,18 264:13 265:8 <b>costs</b> 37:13 84:25 85:15 120:7,17,19 240:3,7,20,21,22 255:17,18 256:5,7 257:15 261:3 264:22 265:10 266:6 <b>counsel</b> 10:11 76:5 78:17,19 80:25 86:24 137:7 259:24 260:21 278:10 <b>count</b> 75:12,13,15 <b>counting</b> 23:2 <b>countries</b> 58:5 <b>country</b> 188:24 218:2,3 254:10 <b>county</b> 24:25 275:5 <b>couple</b> 57:25 69:25 183:15 211:2 216:20 217:14,15 224:22 225:11 257:24 261:25 274:19 <b>course</b> 23:21 100:10 204:20 216:21 269:12 <b>court</b> 1:1 10:15 11:24 193:5 279:20	<b>crabtree</b> 3:7 11:15 226:12 <b>cracker</b> 242:11,24 243:2,4 250:4 251:7 251:14 253:12,14 <b>craig</b> 118:3 <b>created</b> 165:25 187:20 <b>creating</b> 103:19 <b>creek</b> 218:2,3 254:10 <b>creighton</b> 127:25 128:18 <b>crockett</b> 79:14 <b>crush</b> 180:6 <b>crushing</b> 180:5 <b>crystal</b> 117:25 124:24 128:14,17 <b>culled</b> 224:25 <b>curiosity</b> 37:21 <b>current</b> 7:10 63:9 68:24 74:14 93:7 112:16 120:9 176:20 200:16,23 201:4 203:13 212:24 226:5,19,21 227:2 257:15 <b>currently</b> 108:6 112:10 189:25 190:6 209:24 <b>custom</b> 170:14,20 <b>customer</b> 17:13,15 18:6 19:7,10 28:9 34:22 35:19 38:20 38:21,22 39:3,12,19 58:11 61:11,12 118:17 171:6 172:6 172:8,11,19 174:14 174:20 175:2,3,4,11 179:21 181:3,4,5 185:20 186:17,20 196:5 198:6,6 206:20 207:13 222:13 228:20 237:21 252:13
--	--	---	---



[customer - determine]

Page 11

253:10 262:16 <b>customer's</b> 171:17 195:4 262:11 <b>customers</b> 17:4,18 18:4,6,10 19:4,4,5 19:10,18 21:23 22:14,18 23:7,10 25:23 26:3 27:13,17 27:19 29:5,22 31:8 33:2 34:9 38:4 40:5 40:25 41:6,10,14 60:2,11,13,18 61:6 61:23 66:7,23 68:3 68:24 69:6,9,12,14 69:14 96:2 126:3,6 130:4,24 131:6 171:16 172:4,10,20 172:24 173:7,20 174:8,21 178:20 179:11 180:23 184:10,12,15,18,22 184:24 185:6,25 186:20 189:6,8,11 197:6 206:23 220:6 221:21,25 222:6 250:17 257:15,20 262:13 263:4,7 264:20 273:5 <b>cutler</b> 117:2,3 141:13,14,20 <b>cycle</b> 161:10 <b>cycles</b> 160:22 161:18	<b>danny</b> 116:14 <b>dap</b> 4:14,15,18,20 4:23 5:4,5,7,8,9,10 5:12,13,16,17,18,20 5:23,24,25 6:4,5,6,7 6:8,12,13,14,15,16 6:17 78:8,17 80:2 86:9 89:21 93:13 96:14 98:15 102:15 104:10 109:17 113:16 119:5 <b>data</b> 205:4 <b>date</b> 10:6 141:22 173:2 191:24 220:3 220:17 265:14,22 275:10 279:10 281:3,25 <b>dated</b> 87:7 119:17 206:13 <b>dates</b> 211:24 232:18 232:19 <b>dave</b> 116:8,8 117:11 117:13 <b>david</b> 79:14 183:21 183:24 184:2,4,4,17 184:17 187:20 194:6,6,7 <b>dawn</b> 33:6 <b>day</b> 16:8 75:4,15,16 112:20 157:20 158:20,23 160:16 161:20,21 177:14 177:16 202:22,22 202:23 208:16,18 209:2,3 220:4 224:19 258:15,16 278:13 280:13 <b>day0028028</b> 5:22 109:19 110:3 <b>day0028035</b> 109:20 <b>day0028331</b> 4:14 78:9 79:3 <b>day0028334</b> 78:10 <b>day0028896</b> 5:19 104:12,24	<b>day0028925</b> 104:12 <b>days</b> 122:12 279:16 <b>deal</b> 67:23 73:13 111:7 <b>dealings</b> 149:10,19 <b>deals</b> 29:3 <b>dealt</b> 73:7 146:6 <b>dean</b> 82:5,6 112:15 <b>deb</b> 33:12 54:12 117:15 118:7 <b>deceased</b> 257:13 <b>december</b> 108:7 <b>decide</b> 141:22 <b>decision</b> 41:11 53:11 53:13 88:4 <b>decisions</b> 72:3,13 <b>decrease</b> 120:5,15 260:25 <b>decreased</b> 262:10 <b>deem</b> 180:18 <b>deemed</b> 279:19 <b>defendant</b> 2:24 3:10 <b>deffner</b> 82:10 85:19 110:19 111:16 <b>defined</b> 41:18 <b>degrees</b> 179:18,20 <b>dehydrated</b> 116:4 <b>delano</b> 217:20 218:20,21 <b>deliver</b> 170:24,24 180:22 181:2 <b>delivered</b> 101:5,7 195:7 <b>deliveries</b> 19:16 <b>delivery</b> 17:20 70:21 195:9,9 <b>demand</b> 65:10,10 66:4,8,10,11 84:5 98:5 100:24 101:2 155:13,16 156:8 167:15 199:19 234:12,18 237:10 239:11,17,20 241:12,14,15 243:19,19 244:10	244:19,21,24 <b>demanding</b> 126:7 <b>denver</b> 124:4 <b>department</b> 16:5,6 160:20 174:23 187:3 243:20 244:6 274:8 <b>departments</b> 174:22 <b>depending</b> 17:14 33:23 195:4 196:5 <b>depends</b> 39:15 65:17 101:16 226:5 <b>deponent</b> 278:6,8 280:2 <b>depos</b> 193:9 <b>deposing</b> 279:15 <b>deposition</b> 1:11 9:1 10:8 49:15 77:4,10 80:10,11 86:16 87:4 93:20,21 109:25 113:25 119:12 121:20,24 122:3,14 122:22 134:18 151:21 162:9 170:11 176:6 200:13 247:6,12 276:23,24 277:3 278:9 279:4,13,17 279:18 280:4 <b>description</b> 4:11 5:3 6:3 7:3,6 8:3 182:24 185:2 <b>design</b> 172:6 <b>designated</b> 47:23 146:11 147:13,17 148:4 <b>designing</b> 172:15 <b>desires</b> 195:5 <b>destroying</b> 71:15 <b>detail</b> 36:7,9 177:13 <b>detergent</b> 144:7 <b>determination</b> 38:3 <b>determine</b> 28:5 31:5 35:18 63:21 66:21 172:4 197:18
<b>d</b>			
<b>d</b> 4:1 <b>d.c.</b> 1:14 2:22 3:5 5:14 10:10 102:17 103:4 145:10 146:17 <b>daily</b> 15:20 31:3 70:12 74:18 93:7,8 <b>dana</b> 116:5,5 <b>daniels</b> 3:12 11:22			

[determined - dropped]

Page 12

<b>determined</b> 28:7 29:2 34:16 64:4 70:18 87:24 <b>determining</b> 93:7 <b>develop</b> 84:3 106:3 172:7 199:17 249:13 <b>developed</b> 248:23 <b>developing</b> 79:10 248:24 249:4 <b>deviled</b> 66:2 <b>devries</b> 82:12 <b>dictate</b> 17:15 <b>dictated</b> 39:3 <b>dictates</b> 17:21 <b>die</b> 225:25 245:18 245:24 <b>diet</b> 258:15 <b>difference</b> 219:16 219:19 230:5 259:7 <b>differences</b> 220:8 221:5 <b>different</b> 17:13,18 18:17 20:4 28:16 31:2 32:6 47:9,10 67:23 78:2 88:21 123:14 125:16,18 125:19,21 126:2,15 171:6,8,11 182:12 195:15,20 200:5 202:3 217:15 224:18 238:19 239:24 240:2 248:14,18 269:13 269:14 <b>difficult</b> 93:6 <b>difficulty</b> 227:16,20 227:23 <b>diligent</b> 137:2,8 <b>dip</b> 243:19 <b>direct</b> 1:5 2:6,17 10:25 11:4,6 18:3 51:21 79:4 121:17 156:19 180:12	<b>direction</b> 9:3 <b>directly</b> 45:3 106:9 130:25 218:15 <b>director</b> 124:13 <b>directors</b> 5:20 109:18 110:4,10 211:7,22 <b>disadvantages</b> 87:22 <b>disasters</b> 58:6 <b>disclosing</b> 36:22 <b>discount</b> 38:15,16 38:17,25 39:13,14 69:5 <b>discounts</b> 68:3 <b>discovery</b> 4:16 55:7 55:10 80:3,14 81:5 81:12 84:4 87:9,12 97:7,23 103:10,12 103:15,17,20,23 104:2,5 150:16,22 198:21,22,25 199:12,13,18 <b>discuss</b> 92:11,17 265:6,8 271:6 <b>discussed</b> 44:5 85:4 96:11 115:2 118:14 141:20 227:11 266:3,5 <b>discussing</b> 57:6 88:17,20 92:24 162:16 <b>discussion</b> 79:11 84:19 85:7 87:21 88:5,10,11,15,19 91:8,11 93:9 98:11 101:24 102:9 104:19 107:22,25 108:12,15 199:5 226:14 245:11,16 245:17 267:3,15 272:24 273:8,16,23 <b>discussions</b> 57:11 89:10 102:13 253:10 269:2,7	270:15 <b>disease</b> 224:14 225:9,12,19 245:6 <b>diseases</b> 224:18 <b>disposal</b> 108:7 <b>disposed</b> 108:8 112:17 <b>distinction</b> 202:11 <b>distribute</b> 130:21 <b>distributed</b> 194:19 <b>distribution</b> 130:20 136:8 <b>distributor</b> 118:21 118:23 119:3 <b>district</b> 1:1,1 10:15 <b>diversey</b> 118:5 <b>division</b> 6:9 54:16 54:17 113:18 114:4 114:12,20 125:6 143:9,12,15,16,18 143:21,23 144:13 144:15,22,24 145:2 273:12 <b>divisions</b> 143:5,14 <b>document</b> 1:4 23:24 49:16 78:25 80:12 85:18 87:5,11,17 90:6 93:22 94:20 97:3 98:24 99:23 102:24 103:9 110:2 114:2 119:13 122:5 122:8,17,19 127:4,7 127:10 129:8 134:18,22,24 140:7 151:21,25 162:17 163:8 170:8,19 174:13 176:22 183:13,18,19,23 184:14,24 186:7,15 186:17,21 187:21 188:25 191:2 194:11 200:21 210:18 211:5,6,15 211:19 212:2,12,15 212:16 215:19,21	215:22 216:14 229:19 232:4 235:10,13,18 242:8 254:7 260:19 263:3 263:8 264:4 <b>documents</b> 9:9 100:21 122:2 185:11,18 228:24 271:9 <b>doing</b> 33:24 60:6 61:5 71:22 92:18 122:23 123:2 147:23 172:14 211:25 213:21 222:5,8 279:9 <b>dollar</b> 25:17 <b>dolph</b> 81:24 82:2 90:23 103:14 <b>domestic</b> 63:3,9 102:2,11 188:4,12 188:19 <b>don</b> 223:8,10 224:2 224:3 232:11,23 233:23 236:21,21 251:16,21 <b>don's</b> 233:25 <b>dot</b> 174:5,5,5 <b>doubt</b> 184:22 186:9 <b>doughnuts</b> 33:10 <b>dozen</b> 159:2 256:15 256:17 257:17,23 <b>dpp</b> 183:8 <b>draw</b> 157:14 158:9 158:15 219:23 234:19 <b>drawing</b> 202:11 <b>dried</b> 24:10,11,12 33:23 37:7 40:8 68:16 126:15 190:5 190:8 <b>drill</b> 181:17 <b>drive</b> 3:13 <b>drop</b> 28:23 74:7 <b>dropped</b> 213:7 220:20
---	--	---	--

[drops - eggs]

Page 13

<b>drops</b> 65:10,18	281:1,1,1	34:10 37:3,22 38:14	174:3 177:2 178:14
<b>dry</b> 68:12 115:16	<b>earlier</b> 81:13 85:10	39:4,20 40:15 42:23	178:16,19,21 179:3
189:17 190:2,12	96:12 112:17,25	42:24,25 45:10 51:2	179:4,4,17,18,19
195:25 196:14	118:16 140:7	51:12,15 52:2,15,16	181:12,14,15,16,16
<b>dryers</b> 68:13	141:20 150:10	53:6,10,12,16 58:17	181:18,19,19,21,23
<b>drying</b> 58:14	162:22 163:3,12,23	58:19 59:25 60:3	181:25 182:2,3
<b>dual</b> 207:11,12	168:14 177:12	61:2,4,11 63:15	187:15,16 190:18
<b>dubois</b> 128:4,22	190:16 191:11	64:24 65:23 66:2,6	190:20,25 191:5,15
<b>dues</b> 111:14	198:15 199:9 216:2	68:5,13,18 69:25	191:19,21,23 192:5
<b>duly</b> 12:6 278:6	237:7 241:16	70:2,8 71:2,10	192:5,15 199:13
<b>durations</b> 34:9	249:10 257:25	74:13 75:19 78:3	201:14 202:17
<b>dutch</b> 22:14,15 27:9	258:9 270:4	80:3,13 81:5,12	203:16 205:16
27:23 30:2 118:17	<b>earliest</b> 59:3	82:11,19 83:2,22	209:25 213:5,5,21
207:11,13,21	<b>early</b> 16:2 30:12	87:7,8,22 88:6 96:7	220:5,8,9 221:12,19
257:12	40:19 57:22 59:2	98:16 99:2 100:3,8	223:9,14 224:21,21
<b>dutchfarms</b> 207:5,8	108:9 112:3	103:9,12,17,22	225:14,21 226:22
<b>duties</b> 15:5,16	<b>easter</b> 65:9,11,17	104:8,11 105:2,8,12	227:4,9 232:13
<b>e</b>	66:4 157:20 158:19	106:15,22 107:9,14	233:3 237:10 240:2
<b>e</b> 2:1,1 3:1,1,12,18	158:22 160:16	112:4 113:17 114:3	240:3 241:10 245:5
3:18 4:1,9,12 5:1	161:19,22 244:5	114:13,22,24 115:2	246:8 247:18,25
6:1 7:1,12,18,19,21	<b>eastern</b> 1:1 10:15	115:8,9,10,17	248:19 249:5,13
7:23 8:1,4,6,8,9,11	<b>eat</b> 65:22	116:13,16,24,25	251:17 254:20,21
8:12 36:3,3 49:10	<b>eci</b> 69:24,25 70:7,19	122:24 123:6,7,10	255:4,7,11,23
49:18 125:4,4	<b>econ</b> 239:16 241:17	123:12,20,23 125:8	274:10 275:23
141:10,11,11	<b>economic</b> 111:9	125:9,9,16,18	276:6,9,12 281:2
184:21 185:4,7,14	<b>economist</b> 167:18	126:11,12,14,17,20	<b>eggs</b> 15:4,6,9 16:18
186:5,10 205:18	223:11 232:12	127:4,13,15 128:6	16:19,24 17:2,16,17
206:6,8,12 217:5,12	263:21 275:22	128:15 129:15	17:19 18:4,9 20:3
217:13,14,15,16,18	276:2	130:3 131:22,25	22:6,7,7,9,17,20,22
219:12,20 220:3,7	<b>edition</b> 56:16	132:3,8,18,19,23	22:23 23:4,5,17
222:21 223:6,17,17	<b>educating</b> 274:3	134:5,6,10,19 135:9	25:19 29:17 30:14
229:9,20,22,24	<b>educational</b> 13:15	135:18,19 136:13	30:22,23 32:16,25
231:7,24,24 235:2	<b>effect</b> 228:2 240:2	138:24 144:11,18	33:18 34:5 38:2,10
235:14,15,21 236:3	<b>effects</b> 230:22	144:19,20,25 145:3	40:9 42:19,20,21,22
236:4,4,5,11 241:23	<b>efforts</b> 175:2	150:16,23 154:2,6	44:12,15,16,17 46:9
242:10,14,15	<b>egg</b> 1:3 2:24 4:15	154:24,25 155:5,9	58:3,4,8,10,13,19,23
249:20 250:2,6,22	5:10,18 6:8,18,20	155:20 157:24	59:11,19,24 60:4,20
251:6,8,12,13,15,20	10:13 11:18 15:10	158:2,19,21 160:7	60:22,25 61:21 62:6
251:23 252:11	15:18 16:5,6,13,19	160:15,17,21	62:8,21,22 63:15,21
253:8,24 254:9	17:2 18:2,2 22:7,21	162:20,22 163:3,4	63:24 64:5,15,19,21
255:8 256:25 257:8	22:25 23:2 24:3,4	163:13,17 165:2,3,5	65:2,10,10,11 66:2
257:14 263:16	24:10,11,11,13,14	165:15,18,23	66:16,17,20,22 67:4
264:7,10,17 267:7	24:14,25 25:2,4,5	166:15,20 167:3,9	68:8,12,12,16 69:2
275:17 278:2,2	25:19 30:17,19	167:10,13 170:23	69:5,24,24 70:11,13
	32:24,25 33:4,18	171:3 172:7,15	70:15,17 71:2,6,14

[eggs - eugene]

Page 14

71:18 74:3,7,19 75:4,12 84:17 85:2 87:23 88:7,22 89:4 89:15 90:22 91:7,16 91:17 92:3,8,18 94:9,10,13 96:11 97:25 98:7 101:10 101:12,22 102:3,11 104:2,5 106:13,20 107:4,5,6,11,12,13 107:16 110:23 115:12,14,16 119:25 126:9,15 127:12 131:23 132:5,10,23 133:2,6 133:14,16,18 144:8 144:21 155:15 160:3,25 161:8 169:8,15 171:5,13 171:14 176:23 177:18,20,21 178:6 178:8,11,24 179:2,2 181:2,8,10,13,20,22 181:23,24 182:8,13 182:13,17,18,19 188:23 189:7 190:19 191:4,15,19 192:5,15 200:6,9 203:16,21,24 205:5 205:14 206:20 208:21 209:5,22,23 210:2,3,5 213:11 214:14,19,24 215:4 218:4,5,8,9,10 219:5,8 220:12 221:13,17 225:23 226:2 228:2 232:9 233:9 234:9,15 237:2 239:10,11 240:11 243:23 252:18 253:2 257:23 258:3,15,19 262:12,15 266:12 267:20 270:20 273:6	<b>eight</b> 13:25 73:17 165:14 <b>either</b> 28:14,23 48:24 54:23 70:20 112:2 145:14 179:3 203:11 245:7 246:14 259:13 275:9 276:20 <b>el</b> 33:12 54:12 117:15 118:7 <b>election</b> 114:9 <b>elementary</b> 13:17,20 <b>elliott</b> 79:9 118:7 <b>elste</b> 83:4 <b>emerson</b> 13:17 <b>emmanuel</b> 13:23 <b>employee</b> 123:6,8,9 147:6 <b>employees</b> 147:25 <b>enabling</b> 130:2 <b>enact</b> 41:6 <b>encourage</b> 68:4 98:7 98:9 <b>ended</b> 87:20 <b>ends</b> 161:23 <b>energy</b> 237:25 238:17 <b>engaged</b> 58:18 <b>engaging</b> 244:18 <b>enhanced</b> 181:25 <b>ensure</b> 138:13 177:3 <b>entered</b> 32:2 230:17 <b>entire</b> 195:16 228:23 271:6 <b>entities</b> 266:14 <b>entitled</b> 127:4 134:18 <b>envision</b> 170:25 <b>enzyme</b> 24:14 <b>equal</b> 220:20 <b>equals</b> 258:15 <b>equipment</b> 51:11 144:3,9 <b>equivalent</b> 35:3	<b>errata</b> 279:7,9,12,15 280:5 <b>especially</b> 40:8 65:11 202:13 <b>esquire</b> 2:3,9,15,21 3:3,7,12 <b>essentially</b> 28:17 53:5 202:18 <b>establish</b> 28:11 30:21 37:12 41:3 80:24 103:12 150:22 151:3 <b>established</b> 29:16 30:12,15,17 37:8 151:10 <b>establishing</b> 84:14 84:17 <b>estimate</b> 20:7 22:19 23:13,19 25:16 32:18 34:2 59:19 65:4 275:22 <b>eu</b> 190:4 <b>eugene</b> 1:12 4:3 12:5 12:16 13:1 14:1 15:1 16:1 17:1 18:1 19:1 20:1 21:1 22:1 23:1 24:1 25:1 26:1 27:1 28:1 29:1 30:1 31:1 32:1 33:1 34:1 35:1 36:1 37:1 38:1 39:1 40:1 41:1 42:1 43:1 44:1 45:1 46:1 47:1 48:1 49:1 50:1 51:1 52:1 53:1 54:1 55:1 56:1 57:1 58:1 59:1 60:1 61:1 62:1 63:1 64:1 65:1 66:1 67:1 68:1 69:1 70:1 71:1 72:1 73:1 74:1 75:1 76:1 77:1 78:1 79:1 80:1 81:1 82:1 83:1 84:1 85:1 86:1 87:1 88:1 89:1 90:1 91:1 92:1 93:1 94:1 95:1 96:1 97:1 98:1	99:1 100:1 101:1 102:1 103:1 104:1 105:1 106:1 107:1 108:1 109:1 110:1 111:1 112:1 113:1 114:1 115:1 116:1 117:1 118:1 119:1 120:1 121:1 122:1 123:1 124:1 125:1 126:1 127:1 128:1 129:1 130:1 131:1 132:1 133:1 134:1 135:1 136:1 137:1 138:1 139:1 140:1 141:1 142:1 143:1 144:1 145:1 146:1 147:1 148:1 149:1 150:1 151:1 152:1 153:1 154:1 155:1 156:1 157:1 158:1 159:1 160:1 161:1 162:1 163:1 164:1 165:1 166:1 167:1 168:1 169:1 170:1 171:1 172:1 173:1 174:1 175:1 176:1 177:1 178:1 179:1 180:1 181:1 182:1 183:1 184:1 185:1 186:1 187:1 188:1 189:1 190:1 191:1 192:1 193:1 194:1 195:1 196:1 197:1 198:1 199:1 200:1 201:1 202:1 203:1 204:1 205:1 206:1 207:1 208:1 209:1 210:1 211:1 212:1 213:1 214:1 215:1 216:1 217:1 218:1 219:1 220:1 221:1 222:1 223:1 224:1 225:1 226:1 227:1 228:1 229:1 230:1 231:1 232:1 233:1
---	--	--	--

[eugene - farm]

Page 15

234:1 235:1 236:1 237:1 238:1 239:1 240:1 241:1 242:1 243:1 244:1 245:1 246:1 247:1 248:1 249:1 250:1 251:1 252:1 253:1 254:1 255:1 256:1 257:1 258:1 259:1 260:1 261:1 262:1 263:1 264:1 265:1 266:1 267:1 268:1 269:1 270:1 271:1 272:1 273:1 274:1 275:1 276:1 277:1 280:10 281:25 <b>europe</b> 51:12 189:18 190:4,5,12 <b>european</b> 189:18 <b>evaluation</b> 85:23 <b>eventually</b> 128:10 <b>everett</b> 128:5 <b>exact</b> 16:8 23:24 49:2 85:6 89:9 97:18 110:14 147:9 166:22 211:24 221:14 265:10,21 271:4 275:10 <b>exactly</b> 23:11 26:20 32:20 50:15 59:24 60:4 86:4 90:17 99:20 117:7 119:20 129:20 132:24 135:7,11 143:20 157:5 172:14 199:2 200:3 203:7 209:10 211:25 219:6 220:2 233:14,23 237:15 242:9 253:17 265:4 274:14 276:2 <b>examination</b> 12:9 121:12 168:9 258:2 259:23 260:13 274:21	<b>examined</b> 12:6 263:3 <b>example</b> 66:8 156:11 171:19 173:3,23 174:2 196:16 213:21 225:10 <b>examples</b> 167:15 175:21 <b>excel</b> 32:3 <b>exchange</b> 71:10 <b>excuse</b> 25:10 186:5 238:9 <b>excused</b> 277:2 <b>executive</b> 187:4 <b>exhibit</b> 4:11 5:3 6:3 6:18,20,22 7:3 8:3 49:5,9,16 78:8,14 78:15,24 80:2,11,11 86:9,16 87:4 89:21 90:5,5 93:13,20,21 96:14,20,21 97:2 98:15,22,23,23 102:15,23,24 104:10,17,23,24 109:17 113:16,25 119:5,12 126:20 127:3 134:10,17 150:10,11 151:14 151:20 169:21 170:3,10,11 176:5,8 182:23 192:24 193:25 199:9 200:12,13,15 203:17 205:18,23 206:2 208:11 210:11 215:10 217:5 222:20 229:8 229:16 231:7,13 235:2 241:20,23 242:6 249:19 250:22 251:5 253:23 256:24 257:6 260:17 262:24	<b>exhibits</b> 78:16 270:4 <b>existing</b> 68:3 69:5 72:23 <b>exotic</b> 225:9 245:7 <b>experience</b> 154:23 158:2 163:2 165:3 166:14,25 182:6,10 <b>experienced</b> 225:11 <b>expert</b> 156:4 233:11 238:8,11 <b>expires</b> 280:20 <b>explain</b> 44:9,14 53:25 133:25 157:8 157:16 270:11 <b>explained</b> 103:16 <b>explanation</b> 47:11 <b>export</b> 57:14 59:8 59:11 60:11 63:8 101:4 167:2 <b>exported</b> 58:25 59:19 60:24,25 61:3 62:21 101:11 166:5 <b>exporting</b> 58:22 59:12 62:8 <b>exports</b> 58:18 60:16 60:19 61:16,18 62:18 63:5,14 101:3 101:10 102:2,10 133:12 166:12,15 167:13 241:12,15 <b>extended</b> 110:24 112:19 <b>extent</b> 51:20 122:16 123:17 272:21 <b>extra</b> 171:12 <b>eye</b> 2:21  <b>f</b>  <b>f</b> 36:3 278:2 <b>face</b> 49:18 79:2 87:6 224:19 <b>faced</b> 255:17,18 <b>facilitate</b> 51:19 <b>facilitated</b> 131:11	<b>facilities</b> 24:22 25:7 25:8,12 72:4,7,10 72:23 94:8 108:20 161:5 178:3 229:2 <b>facility</b> 161:8 177:24 178:2,4 275:12 <b>fact</b> 88:20 136:3 244:2 261:13 272:7 <b>factor</b> 227:15,18,19 234:8,13,14 236:25 <b>factors</b> 38:24 39:9 39:11 155:5,12,15 155:20 156:8 157:7 166:19 221:12,16 225:14,21 239:24 240:2 <b>facts</b> 173:9 <b>faegre</b> 3:12 11:22 <b>faegrebd.com</b> 3:15 <b>fail</b> 279:18 <b>fair</b> 169:3 190:11 204:25 254:14 <b>fairfax</b> 2:10 <b>fall</b> 18:10 88:4 144:21 181:20 244:4 <b>falls</b> 65:17 <b>false</b> 238:15 <b>familiar</b> 56:5 57:13 71:11 73:13,19 75:11 143:8,10 <b>family</b> 128:2 <b>far</b> 15:16 17:19 21:9 30:4 39:10 56:22 118:24 130:19 132:4 138:19 146:24 147:7,9 159:24 <b>farm</b> 15:13 24:25 25:3 75:4 82:5,8 177:20 180:12 181:10,11 240:19 254:20,21 255:4,7 275:6
---	---	---	---

[farmers - full]

Page 16

<b>farmers</b> 33:12 180:3	<b>first</b> 13:21 22:9 23:4	<b>fob</b> 195:7	<b>format</b> 202:2
<b>farms</b> 3:10 11:13	79:16 86:17 87:14	<b>focus</b> 126:10 131:24	<b>forth</b> 174:24 175:3
12:20 19:12 22:14	93:23 97:4 98:25	<b>focused</b> 84:23	<b>fortin</b> 82:17 85:20
22:15 27:9,23 30:2	103:2 104:25	<b>focuses</b> 18:23	<b>forum</b> 70:11,17
40:15 45:21 95:3	119:14 122:8	<b>follow</b> 211:11	<b>forward</b> 232:8,22
118:17 128:3,5,6	127:23 135:13	247:16	<b>forwarded</b> 219:10
152:21 160:24	141:19 150:20	<b>followed</b> 275:8	232:5
176:22 177:14	152:3 158:7 165:16	<b>following</b> 97:21	<b>forwards</b> 217:18
180:2 204:13	184:25 193:6 194:7	103:22 105:25	<b>found</b> 139:24
207:12,13,21 211:8	194:24 195:2	106:24 110:20	<b>foundation</b> 265:14
218:2,3 230:6,14	199:14 203:17	112:11 214:13,16	<b>founder</b> 67:8
243:4 254:10	206:11 208:15	232:13 236:24	<b>founding</b> 127:25
257:12	211:2 212:21 220:7	<b>follows</b> 12:7	<b>four</b> 14:3 20:22
<b>fault</b> 186:12	224:8 232:3 236:4,7	<b>food</b> 16:22 37:24,24	78:25 87:5 97:2
<b>fda</b> 16:22	242:23 243:11,23	77:19 78:2 118:23	142:19 187:10
<b>feature</b> 7:16 215:11	275:10,11	119:2,2 125:23	247:12 270:18
216:3	<b>fit</b> 108:22	128:4 171:14	276:22
<b>february</b> 97:8,10	<b>five</b> 14:7 27:21 28:2	183:25,25 184:7	<b>frame</b> 19:22 40:20
156:13 157:10	34:12,13 73:17 94:5	187:25 188:6,9,16	69:19 89:6 141:23
237:8 239:9,12	97:15 103:8 151:22	188:19 190:16	212:8 265:23,25
<b>federally</b> 1:16	187:9 209:17,19	191:5 194:5 198:8,9	<b>francesville</b> 25:2,11
<b>feed</b> 119:25 177:4	247:2	218:5,6,13 267:16	<b>free</b> 24:12 135:3
179:25,25 180:8,13	<b>fixed</b> 40:6,7,12	268:6	181:23 182:3,3
180:15,17,17	182:17,20	<b>foods</b> 2:24 11:2,18	184:6 270:21
237:25 238:16	<b>floating</b> 132:15	21:25 33:6,10,12	<b>freeze</b> 68:21
240:7	<b>flock</b> 106:4,5 108:9	36:11 54:12 82:2,16	<b>freight</b> 195:17,19,20
<b>feeding</b> 180:9	108:22 111:8	97:19 116:4,6	<b>frequent</b> 31:13 60:5
<b>feel</b> 135:3 276:17	112:18 154:13,24	117:18 119:16	<b>frequently</b> 59:18
<b>fell</b> 51:3 144:25	155:6,8,19,25	208:13 223:7	<b>fresh</b> 54:15,16
212:23	156:15,19,24	242:21 268:21	117:24
<b>feme</b> 35:24	160:20 163:20	<b>force</b> 18:5	<b>friday</b> 239:24
<b>field</b> 187:10	164:7,20,25 165:4	<b>forecast</b> 111:9	<b>fromme</b> 273:18
<b>filed</b> 10:14	236:15 240:15	251:17 252:11,20	<b>front</b> 90:7 201:21
<b>files</b> 193:14,16	241:11,14 243:20	<b>foregoing</b> 280:3	260:18
<b>fill</b> 37:23	244:6 251:25	<b>forgive</b> 186:11	<b>frozen</b> 24:13,13,14
<b>filled</b> 194:6 262:11	<b>flocks</b> 108:19 112:3	<b>forgot</b> 129:6	37:7 68:21,22
<b>filters</b> 179:5	112:3,16 161:13,14	<b>form</b> 7:8 71:4 79:6	115:17 126:15
<b>final</b> 120:11	161:15,19,21	126:16 159:18	<b>fsis</b> 51:4 77:16
<b>finalize</b> 88:4	163:19 243:25	186:16,18 192:25	<b>fuchs</b> 60:21 61:14
<b>financial</b> 256:20	244:2,3,8,11	194:5 239:19	<b>full</b> 12:14 14:9,11,16
<b>find</b> 152:15	<b>flow</b> 24:12	263:12 267:23	15:7 110:22 111:2
<b>finding</b> 112:5	<b>flowers</b> 33:6	268:12,18 269:10	130:3 147:6 169:14
<b>fine</b> 86:18 129:19	<b>foam</b> 39:5 171:10	270:14 273:2,25	169:17,19 170:23
<b>firms</b> 213:17	174:17	<b>formal</b> 133:21 134:6	171:3,7 199:14



[fullerton - gregory]

Page 17

<b>fullerton</b> 223:13 <b>function</b> 50:21,24 77:24 98:4 198:25 <b>functions</b> 18:25 52:5 199:7 <b>fundamental</b> 16:15 <b>funds</b> 197:15,17,19 <b>further</b> 6:9 54:23 79:6,8 84:15 103:10 107:12 113:17 114:4,12,19,21 115:5,7,13 135:23 143:5 145:3,4 150:21 151:2 164:5 179:7,12 239:25 246:3 259:23 274:15,21 <b>future</b> 222:8 <b>futures</b> 70:25 71:6,8	155:23 158:3 197:22 233:21 263:5 <b>generated</b> 75:3,10 <b>geographical</b> 21:14 <b>george</b> 115:25 <b>george's</b> 255:6 <b>georgia</b> 4:21 25:6 89:23 90:9,12,15,17 90:18 99:7 105:5 110:5,12 145:16 <b>germany</b> 60:21 <b>getting</b> 173:11 227:16,20,24 246:24 265:15 <b>ghinton</b> 229:25 235:20 <b>gibber</b> 79:9 117:14 118:7 <b>gilster</b> 33:9 <b>gist</b> 220:5 <b>give</b> 13:14 18:24 31:18 58:3 59:2 170:6 175:11 193:10 195:18 203:13,14 212:4,6 221:25 222:3,14 261:11 <b>given</b> 47:11 49:14 62:7 100:18,19 142:10 175:16 184:6,22,24 185:6 185:19 186:19 194:5 197:15 209:2 278:10 <b>giving</b> 122:21 222:6 227:5 255:10 256:3 274:3 <b>glenn</b> 83:11,12 <b>global</b> 268:21 <b>go</b> 13:18 18:18,22 22:9 23:4 25:8 26:10 29:8 31:19 36:6,8 38:25 39:9 51:7,17 70:13 75:6	75:13 81:24 82:3,4 86:19 106:9 115:22 125:23 138:5 147:22 155:5,12,16 156:25 157:7,9 159:25 161:3,4 166:19 175:10,12 177:13 179:8,10 180:14 184:9,12,19 190:3 195:14 197:5 206:22 221:23 234:16 240:24 243:21 245:25 246:8,9 251:10 252:4 257:16,20 <b>goal</b> 106:4 244:10 <b>goals</b> 172:8,11 <b>godfrey</b> 2:3 11:6 <b>goes</b> 18:8 106:23 156:2 158:20 159:3 175:14 179:5 245:19,20 <b>going</b> 14:6 19:6 28:15 38:2 41:5,8 41:10 47:9 58:11 59:25 76:3 78:17 81:10 88:21 93:25 96:20 103:7 104:16 105:6 112:14 113:24 122:21 124:2,5 131:4,9 138:3 156:24 158:8 158:14 161:15 163:8 165:24 166:20,21 167:7 168:19 183:11 189:7 190:7 197:5 198:14 202:9 206:15 214:18 220:12 225:6 232:22 240:21 246:14 253:7,8 260:23 262:4 266:13 271:22 272:15,16,19 274:6	275:23 <b>golden</b> 116:6,7 117:6 <b>good</b> 12:12,13 13:12 36:24 59:5 76:16,21 76:24 111:4 117:12 121:15 154:6 169:4 278:5 <b>goodegg.com</b> 229:25 235:23 <b>goods</b> 144:10 <b>gosh</b> 218:12 <b>gotshal</b> 2:20 11:17 <b>government</b> 47:22 50:24 51:9,18 52:3 147:3,5 173:12 204:2,3,7 <b>governmental</b> 77:20 <b>grade</b> 13:21 44:8,11 84:25 85:12,23 96:8 178:13 199:4 203:16 <b>graded</b> 44:13 45:5,6 45:9 84:12 178:12 178:13 <b>graduated</b> 14:3 15:2 <b>graduation</b> 14:2 15:7 <b>grain</b> 180:3,14 <b>graph</b> 159:23 <b>great</b> 111:6 124:22 <b>green</b> 116:22 146:15 <b>greg</b> 10:17 77:4,11 79:15 110:9 162:3 162:10 210:19 211:4 217:19 235:20 247:6,13 266:18 276:23 <b>gregorich</b> 119:16,19 208:12 261:8 269:5 269:18,19,20,22 270:11 <b>gregory</b> 1:12 4:3 12:5,16 13:1 14:1 15:1 16:1 17:1 18:1
<b>g</b>			
<b>g</b> 141:10,10 267:7 <b>ga</b> 5:21 109:19 <b>gable</b> 179:13 <b>gary</b> 265:19 <b>gather</b> 177:18,20 184:5 <b>gathered</b> 123:13 178:7,8 <b>gean</b> 267:4,18 268:16 <b>gearing</b> 66:12 <b>gears</b> 132:17 <b>gene</b> 83:13 87:9 90:24 111:23 118:9 148:5 <b>general</b> 2:18 11:2 15:5 18:14 19:6 33:8 88:18,22 99:22 144:16 186:19 197:12 201:25 202:6 209:21 210:2 267:14 269:24 <b>generally</b> 88:16 137:24 142:19			



[gregory - helped]

Page 18

19:1 20:1 21:1 22:1 23:1 24:1 25:1 26:1 27:1 28:1 29:1 30:1 31:1 32:1 33:1 34:1 35:1 36:1 37:1 38:1 39:1 40:1 41:1 42:1 43:1 44:1 45:1 46:1 47:1 48:1 49:1 50:1 51:1 52:1 53:1 54:1 55:1 56:1 57:1 58:1 59:1 60:1 61:1 62:1 63:1 64:1 65:1 66:1 67:1 68:1 69:1 70:1 71:1 72:1 73:1 74:1 75:1 76:1 77:1 78:1 79:1 80:1 81:1 82:1 83:1,13 84:1 85:1 86:1 87:1,9,16 88:1 89:1 90:1,25 91:1 92:1 93:1 94:1 95:1 96:1 97:1 98:1 99:1 100:1 101:1 102:1 103:1 104:1 105:1 105:25 106:1,17 107:1 108:1 109:1 110:1 111:1,23 112:1 113:1 114:1 115:1 116:1 117:1 117:16 118:1,9 119:1 120:1 121:1 122:1 123:1 124:1 125:1 126:1 127:1 128:1 129:1 130:1 131:1 132:1 133:1 134:1 135:1 136:1 137:1 138:1 139:1 140:1 141:1 142:1 143:1 144:1 145:1 146:1 147:1 148:1,5 149:1 150:1 151:1 152:1 153:1 154:1 155:1 156:1 157:1 158:1 159:1 160:1 161:1 162:1 163:1 164:1 165:1 166:1	167:1 168:1 169:1 170:1 171:1 172:1 173:1 174:1 175:1 176:1 177:1 178:1 179:1 180:1 181:1 182:1 183:1 184:1 185:1 186:1 187:1 188:1 189:1 190:1 191:1 192:1 193:1 194:1 195:1 196:1 197:1 198:1 199:1 200:1 201:1 202:1 203:1 204:1 205:1 206:1 207:1 208:1 209:1 210:1 211:1 212:1 213:1 214:1 215:1 216:1 217:1 218:1 219:1 220:1 221:1 222:1 223:1 224:1 225:1 226:1 227:1 228:1 229:1 230:1 231:1 232:1 233:1 234:1 235:1 236:1 237:1 238:1 239:1 240:1 241:1 242:1 243:1 244:1 245:1 246:1 247:1 248:1 249:1 250:1 251:1 252:1 253:1 254:1 255:1 256:1 257:1 258:1 259:1 260:1 261:1 262:1 263:1 264:1 265:1 266:1 267:1 268:1 269:1 270:1 271:1 272:1 273:1 274:1 275:1 276:1 277:1 280:10 281:25 <b>grind</b> 180:9 <b>grocers</b> 22:2 27:7 <b>ground</b> 230:15 <b>group</b> 18:7,7 110:9 270:17 <b>groups</b> 41:5 47:10 248:20 270:23	<b>grout</b> 183:21 194:6 194:7 <b>grove</b> 83:9 <b>grow</b> 161:5 180:16 262:14,14 <b>growing</b> 108:20 262:14 <b>grown</b> 262:4 <b>growth</b> 262:5 <b>guess</b> 14:14,23 53:10,13 66:24 67:9 101:15 117:11 125:5 133:25 147:7 152:14 157:9 185:24 214:15 222:6,12,15 236:2 245:8 248:10,12 <b>guests</b> 110:8 <b>guideline</b> 206:22 <b>guidelines</b> 41:4,9,13 41:16,21 55:24 73:14 79:12 91:20 92:15 94:5,7 120:4 120:7,15 173:13 238:2,17 240:16 253:16 260:25 261:10 262:7 272:14,20 <b>guthrie</b> 25:2,3 <b>guys</b> 141:15 142:18 <b>gysl</b> 96:6 <b>h</b> <b>h</b> 4:9 5:1 6:1 7:1 8:1 281:1 <b>half</b> 14:25 15:22 171:8,11 173:4 <b>hammond</b> 82:22 <b>hand</b> 75:13 86:20,24 170:5,13 186:24 278:12 <b>handed</b> 100:17 <b>handing</b> 127:2 134:16 151:19	<b>handle</b> 25:22 <b>happen</b> 40:4 67:24 89:17 122:6 275:23 <b>happened</b> 59:15 89:18 122:7 <b>happening</b> 157:16 <b>hard</b> 157:8,16 <b>harmon</b> 251:6,14 <b>harrington</b> 116:23 <b>harris</b> 250:3 <b>hatch</b> 161:3 233:3,7 233:16 <b>hatched</b> 106:10 177:22 252:3 <b>hatchery</b> 108:19 161:2 177:21 243:24 <b>hatches</b> 233:19 <b>hatching</b> 243:25 <b>hayward</b> 117:25 <b>head</b> 23:12 33:13 53:16 60:22 82:8 204:10,16 216:16 234:24 <b>headed</b> 94:3,23 100:24 <b>heading</b> 80:13 97:4 97:7 98:25 103:2 104:25 110:3 114:3 200:23 <b>headquarters</b> 213:16 <b>height</b> 173:19 <b>held</b> 10:8 15:25 16:10 17:3 87:21 88:3 152:21 179:20 <b>help</b> 15:18 51:8,19 51:23,24 52:2 58:2 58:5,6 66:3 112:5,6 122:24 138:13 170:6 172:10 214:19 233:16 <b>helped</b> 15:3 61:21 249:13
---	--	--	--

<b>helping</b> 15:4,4	104:1 105:1 106:1	236:1 237:1 238:1	86:1,9,16 87:1,4
<b>hen</b> 73:11 261:22	107:1 108:1 109:1	239:1 240:1 241:1	88:1 89:1,21 90:1
<b>hendrix</b> 42:5 55:20	110:1 111:1 112:1	242:1 243:1 244:1	90:10 91:1 92:1
56:4 153:14,15	113:1 114:1 115:1	245:1 246:1 247:1	93:1,13,20,21,25
176:4 183:8	116:1 117:1 118:1	248:1 249:1 250:1	94:1 95:1 96:1,14
<b>hennehe</b> 117:8	119:1 120:1 121:1	251:1 252:1 253:1	97:1,6 98:1,15 99:1
<b>hens</b> 98:9 106:6	122:1 123:1 124:1	254:1 255:1 256:1	99:4,8 100:1 101:1
108:6 112:6	125:1 126:1 127:1	257:1 258:1 259:1	102:1,15,22 103:1
<b>hi</b> 11:11 121:18	128:1 129:1 130:1	260:1 261:1 262:1	104:1,10 105:1,4
<b>hickman's</b> 128:2	131:1 132:1 133:1	263:1 264:1 265:1	106:1 107:1 108:1
129:7	134:1 135:1 136:1	266:1 267:1 268:1	109:1,17,25 110:1,6
<b>hidden</b> 60:23	137:1 138:1 139:1	269:1 270:1 271:1	110:9 111:1 112:1
<b>high</b> 3:7 14:3,4,13	140:1 141:1 142:1	272:1 273:1 274:1	113:1,16,24 114:1,7
14:15 24:11 157:11	143:1 144:1 145:1	275:1 276:1 277:1	114:10 115:1 116:1
157:12 236:16	146:1 147:1 148:1	<b>hinton</b> 1:12 4:3,12	117:1 118:1 119:1,5
239:10,12,14	149:1 150:1 151:1	4:14,15,18,20,23	119:15,18 120:1
258:14	152:1 153:1 154:1	5:4,5,7,8,9,10,12,13	121:1,15,20 122:1
<b>higher</b> 246:6,19,21	155:1 156:1 157:1	5:16,17,18,20,23,24	123:1 124:1 125:1
<b>highest</b> 156:14,16	158:1 159:1 160:1	5:25 6:4,5,6,7,8,12	126:1 127:1,8 128:1
237:8,9 245:6	161:1 162:1 163:1	6:13,14,15,16,17,24	129:1 130:1 131:1
<b>highlighted</b> 111:10	164:1 165:1 166:1	7:4,6,8,10,12,13,16	132:1 133:1 134:1
<b>highly</b> 1:7 13:1 14:1	167:1 168:1 169:1	7:18,19,21,23 8:4,6	134:16,23 135:1
15:1 16:1 17:1 18:1	170:1 171:1 172:1	8:8,9,11,12 10:18	136:1 137:1 138:1
19:1 20:1 21:1 22:1	173:1 174:1 175:1	12:5,12,16 13:1	139:1 140:1 141:1
23:1 24:1 25:1 26:1	176:1 177:1 178:1	14:1 15:1 16:1 17:1	142:1 143:1 144:1
27:1 28:1 29:1 30:1	179:1 180:1 181:1	18:1 19:1 20:1 21:1	145:1 146:1 147:1
31:1 32:1 33:1 34:1	182:1 183:1 184:1	22:1 23:1 24:1 25:1	148:1 149:1 150:1,9
35:1 36:1 37:1 38:1	185:1 186:1 187:1	26:1 27:1 28:1 29:1	151:1,19 152:1
39:1 40:1 41:1 42:1	188:1 189:1 190:1	30:1 31:1 32:1 33:1	153:1 154:1 155:1
43:1 44:1 45:1 46:1	191:1 192:1 193:1,8	34:1 35:1 36:1 37:1	156:1 157:1 158:1
47:1 48:1 49:1 50:1	193:13 194:1 195:1	38:1 39:1 40:1 41:1	158:18 159:1 160:1
51:1 52:1 53:1 54:1	196:1 197:1 198:1	42:1 43:1 44:1 45:1	161:1 162:1,4,10,13
55:1 56:1 57:1 58:1	199:1 200:1 201:1	46:1 47:1 48:1 49:1	163:1 164:1,22
59:1 60:1 61:1 62:1	202:1 203:1 204:1	49:9,14,15 50:1	165:1 166:1 167:1
63:1 64:1 65:1 66:1	205:1 206:1 207:1	51:1 52:1 53:1 54:1	167:21 168:1,12
67:1 68:1 69:1 70:1	208:1 209:1 210:1	55:1 56:1 57:1 58:1	169:1,21 170:1
71:1 72:1 73:1 74:1	210:19 211:1 212:1	59:1 60:1 61:1 62:1	171:1 172:1 173:1
75:1 76:1 77:1 78:1	213:1 214:1 215:1	63:1 64:1 65:1 66:1	174:1 175:1 176:1,4
79:1 80:1,17 81:1	216:1 217:1 218:1	67:1 68:1 69:1 70:1	176:8,14 177:1
82:1 83:1 84:1 85:1	219:1 220:1 221:1	71:1 72:1 73:1 74:1	178:1 179:1 180:1
86:1 87:1 88:1 89:1	222:1 223:1 224:1	75:1 76:1 77:1,4,11	181:1 182:1,23
90:1 91:1 92:1 93:1	225:1 226:1 227:1	77:14 78:1,8,15,20	183:1,6 184:1 185:1
94:1 95:1 96:1 97:1	228:1 229:1 230:1	78:22,24 79:1,15	186:1 187:1 188:1
98:1 99:1 100:1	231:1 232:1 233:1	80:1,2,10,11 81:1,3	189:1 190:1 191:1
101:1 102:1 103:1	234:1 235:1,18	82:1 83:1 84:1 85:1	192:1,24 193:1

[hinton - industry]

Page 20

194:1 195:1 196:1 197:1 198:1 199:1 200:1,15 201:1 202:1 203:1 204:1 205:1,18 206:1 207:1 208:1 209:1 210:1,11,18,20 211:1,4 212:1 213:1 214:1,11 215:1,10 215:17 216:1 217:1 217:3,5,20 218:1 219:1 220:1 221:1 222:1,17,20 223:1 224:1 225:1 226:1 227:1 228:1 229:1,8 229:15 230:1 231:1 231:7,13,22 232:1 233:1 234:1 235:1,2 235:8,20 236:1 237:1 238:1 239:1 240:1 241:1,23 242:1,6 243:1 244:1 245:1 246:1 247:1,6 247:13 248:1 249:1 249:17,19 250:1,22 251:1,4 252:1 253:1 253:23 254:1,5 255:1 256:1,24 257:1,6 258:1,7 259:1 260:1,16 261:1 262:1 263:1 264:1 265:1 266:1 266:18 267:1 268:1 269:1 270:1 271:1 272:1 273:1 274:1 275:1,17 276:1,23 277:1 280:10 281:25 <b>hire</b> 181:9 <b>hired</b> 183:24 <b>history</b> 271:7,10 <b>hodes</b> 254:16 <b>holding</b> 179:6 <b>holds</b> 105:21	<b>holiday</b> 243:12,20 244:12,23 <b>holidays</b> 244:13 <b>holy</b> 232:9 <b>home</b> 7:4 176:9,17 176:20 <b>honest</b> 222:15 <b>honestly</b> 47:12 <b>hong</b> 60:25 <b>honor</b> 103:21 <b>hope</b> 62:3 244:23,23 245:3 <b>hotel</b> 110:21 <b>hours</b> 14:12 178:7 233:7 <b>house</b> 15:19 44:18 44:24 164:7,20,25 165:4 <b>houses</b> 15:20 45:2 64:13 74:6 177:17 178:9 261:24 262:20 <b>housing</b> 178:5 227:17,21,24 <b>houston</b> 2:5 <b>howard</b> 47:18 49:19 118:10 145:8 146:2 146:5,7,10,10,13,14 146:16,18,19 147:14,22 148:4 <b>huge</b> 225:5 <b>hull</b> 116:12 <b>husbandry</b> 79:12 87:23 88:7 94:4 <b>hy</b> 266:23 267:2 268:4,8 <b>hyde</b> 275:5 <b>hygrade</b> 2:24 11:18 <b>hypothetical</b> 156:4	<b>identification</b> 49:11 78:11 80:6 86:12 89:25 93:16 96:17 98:19 102:19 104:13 109:21 113:21 119:8 126:23 134:13 151:16 169:23 176:10 183:2 193:3 200:18 205:20 210:14 215:13 217:7 222:23 229:11 231:9 235:4 242:2 249:21 250:24 253:25 257:2 <b>identify</b> 81:18 115:18 <b>identity</b> 10:21 <b>il</b> 2:16 3:14 <b>illinois</b> 4:17 10:24 80:4,15 97:8 118:22 <b>impact</b> 74:2 120:2 <b>impacting</b> 102:2,10 246:17 <b>impair</b> 225:18 <b>imperative</b> 279:14 <b>implement</b> 94:7 <b>implementation</b> 229:4 253:15 <b>implementing</b> 94:4 <b>important</b> 54:2 268:7 <b>improve</b> 84:4 154:25 199:18 <b>inception</b> 129:13 <b>inch</b> 73:14 240:19 <b>inches</b> 106:9,10 120:8,9,12 226:5,19 226:22 227:2,7,11 252:4,25 253:6 261:12,14,18 262:8 <b>incident</b> 224:23 <b>include</b> 69:8 126:13 136:5 269:25	270:12 <b>includes</b> 100:3 126:9 195:7 <b>including</b> 22:21 99:4 105:3 264:8 <b>incorporated</b> 127:16 128:22 <b>incorrect</b> 189:24 <b>increase</b> 74:8 120:6 120:11,17 160:17 165:5 226:7 227:12 240:21 241:4,5 252:24 256:8 257:22 261:3 262:8 266:11 <b>increased</b> 158:25 227:25 252:25 261:15,18 265:8 266:5 <b>increasing</b> 73:10 275:2 <b>incubated</b> 177:22 <b>index</b> 9:1 <b>indiana</b> 12:18,23 13:24 14:6 15:12,14 24:25 25:2 122:19 128:2,4,6 180:5 <b>indicate</b> 267:18 <b>indicated</b> 263:5 278:6 <b>indicators</b> 110:22 <b>indirect</b> 2:12 11:9 168:14 <b>individual</b> 35:15 178:14 <b>individually</b> 125:25 <b>individuals</b> 18:17 20:8 49:20 258:14 <b>industrial</b> 191:6 <b>industries</b> 143:6 <b>industry</b> 16:14 67:7 67:11 70:2 76:9 96:7 111:24 154:24 158:3 163:3 165:3 179:15 188:2,9,20
	<b>i</b>		
	<b>idea</b> 71:23 126:16 170:6 221:25 222:9 222:9 247:25 249:13		

[industry - know]

Page 21

190:16 205:9 223:14 224:22 276:6,9,12 <b>influenza</b> 224:20 225:2,8 245:9,19 <b>information</b> 6:19 7:8 35:7 74:12 100:2,10,14,16,18 100:19 123:14 126:21 127:5,15 172:18 173:3,14 184:5,11 186:18 192:25 194:4 201:7 201:17,20 202:6,7 203:15,15,20 204:8 216:15 236:19 252:6,12,19,21,24 253:4,6 256:15,19 263:9,18,25 274:3 <b>informed</b> 271:21 <b>informing</b> 226:25 <b>initially</b> 49:6 272:3 <b>inside</b> 18:5 19:9 <b>inspect</b> 18:8 <b>inspected</b> 178:12 <b>inspection</b> 18:7 19:25 51:6 77:19 <b>inspections</b> 15:19 <b>inspector</b> 175:16 <b>inspectors</b> 51:9 <b>instance</b> 23:16 41:23 60:8 81:25 100:3 <b>instances</b> 69:17 <b>instructions</b> 279:2 <b>integrate</b> 179:22 <b>integrated</b> 169:8,10 175:25 177:10 178:6 180:18 <b>integration</b> 177:3,9 <b>integrity</b> 106:25 <b>intending</b> 49:5 <b>intent</b> 263:6 <b>intentions</b> 112:2,16	<b>interest</b> 20:13 87:25 <b>interested</b> 211:2 266:20 278:11 <b>international</b> 21:21 63:4 188:4,12,19 <b>internationally</b> 189:15,16 <b>interrupt</b> 207:25 <b>introduced</b> 168:13 <b>inventory</b> 68:14 223:20,25 224:4 <b>invoiced</b> 19:15 <b>involve</b> 16:16 45:19 63:14 69:12 <b>involved</b> 15:9 55:21 56:2 72:3,12 131:14 136:7 138:17 274:5 <b>involvement</b> 45:25 55:5,14 <b>involvements</b> 42:9 <b>involves</b> 78:3 <b>involving</b> 18:10 51:14 <b>iowa</b> 25:3 82:6,8 223:15 <b>iraq</b> 59:12,15 <b>irving</b> 106:18 232:12 <b>irving's</b> 107:20 <b>isaacson</b> 106:18 <b>issue</b> 36:17 84:7,9 84:20 85:5,8 88:13 91:9 93:10 107:23 193:9 268:15 <b>issues</b> 44:4 51:5,9 52:3 237:25 238:16 239:6 <b>italics</b> 172:3 <b>item</b> 90:21 106:19 <b>items</b> 97:15 202:4 <b>iupui</b> 14:5	<b>james</b> 2:15 10:23 <b>january</b> 5:11,19,21 98:16 99:3,6,10,16 104:11 105:2,5 109:18 110:4,11,14 110:15 111:18 236:23 264:6 <b>japan</b> 59:25 60:3 61:2,13 189:17 190:6,8,12 <b>jason</b> 3:12 11:21 <b>jason.burke</b> 3:15 <b>jeff</b> 117:2,3,3 141:12 141:13,14,18,20,24 142:3,15 <b>jeff's</b> 141:19 <b>jen</b> 15:13 <b>jenner</b> 2:14 10:24 <b>jenner.com</b> 2:17 <b>jerry</b> 83:9,9 <b>jim</b> 82:5 116:12 254:23,25 <b>jmalysiak</b> 2:17 <b>jmonica</b> 3:6 <b>job</b> 138:15,21 147:9 204:9,12,16,18 214:13 216:16 <b>joe</b> 82:17 <b>john</b> 3:3 11:11 33:10 82:22,23 119:15 208:12 261:8 269:4,17 <b>johnson</b> 3:20 10:4 <b>join</b> 41:11 53:13 62:9 <b>joined</b> 40:15,22 42:7 62:11 72:15 101:9 102:8 135:14 142:18 <b>joining</b> 41:16,24 58:19 61:16 101:25 <b>jr</b> 3:3 254:19 <b>july</b> 49:19 50:4 65:12,25 87:8,12 108:8 159:25	239:25 <b>jumbos</b> 171:12,12 <b>june</b> 79:2 80:14 81:6 159:8,16,25 199:14 <b>jurgen</b> 60:20 61:14 <b>jurisdiction</b> 78:4 <b>k</b> <b>k</b> 1:14 3:4 10:9 24:9 141:10 <b>katz</b> 223:7,18 226:25 <b>keep</b> 17:6,8,11 68:15 76:6 179:19 226:17 262:12 <b>kel00003257</b> 7:11 200:17 201:13 <b>kel00003259</b> 200:17 <b>kellogg</b> 2:18 11:2 <b>kellogg's</b> 33:8 <b>ken</b> 97:17 100:25 242:16,18,20 258:13 <b>kevin</b> 217:19,19,23 219:10 <b>kids</b> 65:19 <b>kill</b> 225:17 <b>kim</b> 3:20 10:4 273:14,18 274:3 <b>kin</b> 278:11 <b>kind</b> 17:15 39:4,8 51:14,23,24,24 83:14 140:4 146:14 155:14 174:23 177:12 216:15 224:20 271:7 <b>kindergarten</b> 13:16 13:20 <b>kinds</b> 171:9 <b>knew</b> 50:8 74:17,18 153:19 263:25 <b>know</b> 19:6 23:11 28:19 33:25 45:19 47:12,13 48:22 50:9 56:13 58:6 63:23
	<b>j</b> <b>j</b> 2:9 250:3		

[know - little]

Page 22

66:13 67:9 71:21 73:16 74:21 77:24 82:7,9,14 85:17 89:18 97:17 105:21 115:5 117:20 118:25 124:10,21 126:8,18 127:17,21 130:18 132:5,16,22 133:3,5,7,20 135:2 137:17 138:16,19 139:15 143:7,17,18 143:19,20 145:6,13 145:20,25 146:14 146:24,25 147:8,9 148:3,18,20 149:11 150:3 151:6,9 152:24 153:5,6,8,8 153:9,10,12,16,19 156:22 157:6 158:6 158:13 159:19,21 160:10,11 161:11 164:9,13,22,23 166:22 167:16 184:19,20 185:4 193:19 200:7,8,8,9 202:3,11,23 204:5,5 209:10 214:17 217:13 218:10,24 219:5,6,17 232:10 233:17 234:22 235:25 248:5,6,12 249:11,12 250:8 252:14 255:2 256:14,19 258:25 259:4,20 262:6 267:5 275:6,9,11 <b>knowledge</b> 73:5 105:22 153:10 180:15 184:18 187:17 238:25 253:13 258:22 261:20 262:17 264:2 272:8 <b>known</b> 64:10 71:17 112:2	<b>knows</b> 233:20 <b>kong</b> 60:25 <b>kra00026658</b> 6:15 119:6,14 <b>kra00026663</b> 119:7 <b>kraft</b> 2:18 11:2 21:25 22:25 27:2 28:3 33:6,14,19 34:5,13 36:5,11 39:7,7 66:9,10 119:16 208:12 221:20 223:7,18 263:18 268:21,23 269:15,25 270:6,12 270:19 271:3,11,12 271:19 272:5,10,12 272:20 275:18 <b>kraft's</b> 271:25 <b>kreme</b> 33:9 <b>krispy</b> 33:9 <b>kroger</b> 21:24 23:16 23:18 26:16 171:20 171:20 264:25 265:6,9 <b>krouse</b> 79:15 <b>ky</b> 42:5 55:20 56:4 153:8,13,19,21 <b>kygo</b> 61:3 <b>I</b> <b>I</b> 3:18 24:9,9 125:4,4 <b>label</b> 39:6 171:15,22 174:18 175:8 206:3 206:16,19 207:6,11 208:4 210:24 248:22 <b>labeled</b> 235:18 <b>labels</b> 208:7 <b>labor</b> 37:15 112:19 157:20 158:19,23 160:16 161:19,21 <b>laid</b> 178:6 <b>lake</b> 118:2 124:2,9 124:24 128:14,17	<b>language</b> 107:19 181:13 <b>large</b> 22:18 23:10 25:23 27:12 52:14 84:14,17,25 101:3,9 101:13,16,19 171:13,13 212:22 213:3,5 223:9 232:14,24 233:5,8 251:17 265:2 <b>largest</b> 21:23 22:13 120:2 187:16 225:8 <b>larry</b> 79:13 82:20 141:11 142:2,5,15 <b>las</b> 6:10 113:19 114:5,14,17 <b>late</b> 15:11 16:2 72:16 267:10 <b>law</b> 17:5,7 <b>laws</b> 16:21 136:2 <b>lawyer</b> 121:16 235:12 <b>lawyers</b> 122:2,5 <b>lay</b> 65:21 161:8 178:7 <b>layer</b> 178:2,3,4 180:2 230:23 234:3 240:24 241:4,6 <b>layers</b> 128:3,21 224:4 230:10 234:8 236:25 237:9 238:3 238:18 239:10 <b>laying</b> 161:6,7,10 261:22 <b>lead</b> 163:4,12,23 <b>leadership</b> 43:2 48:17 <b>leads</b> 44:20 177:5 225:15 <b>leave</b> 262:23 <b>lee</b> 2:24 33:9 <b>left</b> 129:6 159:24,24 179:23 260:3 <b>legal</b> 46:13 106:17 136:18 173:24	<b>legs</b> 161:6 <b>length</b> 17:15 27:13 <b>lengths</b> 246:12 <b>letter</b> 4:18 6:15 86:10 90:24 119:6 119:15,19,21,21,23 208:11 261:8 270:5 <b>letterhead</b> 119:17 <b>letters</b> 188:20 <b>level</b> 20:4 246:6,19 246:21 268:6 <b>liaison</b> 51:25 147:13 <b>license</b> 174:5 <b>lie</b> 222:12 237:17 263:7 <b>lied</b> 237:21 263:4 <b>light</b> 194:15 <b>limit</b> 17:5,7 <b>linda</b> 1:15 11:25 <b>line</b> 9:4,4,10,15,20 15:9 44:17,19,22,25 45:21,21 130:3 178:17 179:12 180:12 281:4 <b>lines</b> 173:24 <b>liquid</b> 24:10 37:6,9 37:22 115:16 126:14 179:3,19 195:25 196:14 208:20 210:4 218:10 <b>list</b> 49:21 69:24 94:23 128:24 129:2 152:20 174:4 213:18 <b>listed</b> 103:24 113:10 201:20 203:17 204:21 239:5 <b>lists</b> 95:2 157:19 165:14 204:2 <b>litigation</b> 1:3 10:13 134:20 281:2 <b>little</b> 191:20,24 198:16 221:9 239:25 246:3
---	---	--	---

[little - marcus]

Page 23

249:10 <b>live</b> 12:17 <b>llc</b> 128:2 <b>llp</b> 1:13 2:3,9,14,20 3:3 <b>load</b> 15:4,5,18 17:3 <b>loading</b> 15:10,17 <b>loads</b> 166:6 179:11 <b>local</b> 130:9 180:3 197:17 <b>located</b> 10:9 213:16 <b>location</b> 15:25 <b>locations</b> 152:22 194:18 195:8,12 <b>logo</b> 123:16 257:16 274:9 <b>long</b> 13:3,7 17:6,11 20:20 30:11 43:9 50:6 59:24 68:15 107:15 139:6,11,22 192:11 246:9,12 276:5,8 <b>longer</b> 61:10 75:19 142:5 202:4 212:11 246:4 <b>longs</b> 70:4 <b>look</b> 32:13 43:10 70:14 80:9 86:15 90:4 93:19 94:2,24 102:23 109:24 119:11 125:12 152:13 170:4,4 172:2 176:19 183:10 184:25 186:13,22 188:3,10 194:12,21,23 196:19 202:5 207:22 208:10 211:3 212:21 215:16 219:9,19 221:3 223:2 232:3 235:8 256:11 259:2 259:4 260:18 262:24 264:4,5 275:19	<b>looked</b> 58:16 270:3 <b>looking</b> 23:24 62:4 70:4,13 152:20 167:14 170:7 196:6 201:11 207:18 216:19 233:19 258:25 276:2 <b>looks</b> 200:22 217:14 <b>looper</b> 97:16,16,17 97:21 98:12 100:25 258:13 259:5,10,14 <b>loose</b> 84:13,25 85:23 171:13 178:14,16 <b>lose</b> 62:6 246:10,12 <b>losing</b> 246:22 <b>loss</b> 44:8,11 85:12 96:8 199:5 <b>lot</b> 16:14 21:24 26:9 26:21 27:23 29:6 30:2 33:24 36:8 51:11 67:10 69:9 155:4 163:16 165:22 172:20 174:20 200:6 207:6 208:5 213:17 221:16 225:4 247:3 273:11,13,16 <b>lots</b> 204:2 <b>louisiana</b> 2:4 <b>low</b> 98:8 111:4 243:12,18 <b>lower</b> 63:8 68:24 98:7 186:23 221:5 244:12 246:4 <b>luker</b> 79:14 <b>lunch</b> 120:24,25 121:2,3 <b>lutheran</b> 13:22,23 13:24	<b>machine</b> 51:13 278:8 <b>magwire</b> 47:18,19 49:19 53:20 118:10 145:8 146:5,7,19 <b>mail</b> 4:12 7:12,19,21 7:23 8:4,6,8,9,11,12 49:10,18 185:4,7,14 186:5,10 205:18 206:6,8,12 217:12 217:13,14,16,18 219:12,20 220:3,7 222:21 223:6,17,17 229:9,20,22,24 231:7,24,24 235:2 235:14,15,21 236:3 236:4,4,5,11 241:23 242:10,14,15 249:20 250:2,6,22 251:6,8,12,13,15,20 251:23 252:11 253:8,24 254:9 255:8 256:25 257:8 257:14 263:16 264:7,10,17 275:17 <b>mails</b> 7:18 184:21 217:5,15 <b>main</b> 33:2 52:8 178:9 213:16 224:18 240:10 <b>maine</b> 82:2 97:19 99:24 188:24 189:7 189:9 242:21,22,25 243:7 <b>major</b> 29:22 69:8 158:24 227:15,19 <b>majority</b> 24:16 97:25 182:18 244:3 <b>making</b> 15:20 19:16 66:7 101:9 111:17 137:2 246:16 <b>mallen</b> 2:6 <b>malysiak</b> 2:15 4:4 10:23,23 12:11 13:13 14:8 22:22	23:3 30:18 31:21 32:15 34:23 36:16 36:23 37:2 45:4,16 47:16 49:4,13 53:18 55:4 56:23 57:4,12 63:12 64:17 67:19 69:7,15 71:7,20 74:20 76:10,16,20 76:24 77:13 78:13 78:21,23 80:8 81:2 86:14 87:3 89:7 90:3 91:25 92:16,23 93:18 94:21 95:8,14 95:20 96:19,24,25 98:21 101:18 102:21 104:15,22 109:23 113:23 119:10 120:23 121:2 265:13 276:13 <b>malysiak's</b> 258:2 <b>management</b> 133:11 146:8 <b>manager</b> 15:15,24 16:2 75:9 <b>managers</b> 75:8 <b>manages</b> 160:21 <b>mandatory</b> 16:21 45:11 179:18 <b>manges</b> 2:20 <b>manner</b> 111:12 <b>mannion</b> 269:5 271:2 <b>manufacturer</b> 174:25 <b>manufacturers</b> 51:11 191:6 <b>march</b> 1:9 10:6 101:6 278:13 <b>marcus</b> 72:14 110:7 129:9,21,23 138:16 170:11 187:8 206:7 206:8 217:17 275:14
--	---	---	--



<b>mark</b> 2:9 11:8 49:6 117:10 168:12 197:16 215:7	207:20,21 208:6,8 208:17,18,21,22,24 208:25 212:24 213:5,9,21 214:18 214:18,21,23,24,25 215:4,5 221:13,17 221:20 222:4,7,7 223:9 224:21 227:9 232:14,23,24 233:5 233:8,9 237:10 240:3 241:11 243:13 245:5 246:6 248:25 249:5 251:17 270:9,9 275:24	<b>mary</b> 33:9 <b>maryland</b> 173:17 <b>material</b> 85:22 258:10 <b>math</b> 13:10 <b>matt</b> 11:5 121:16,18 247:17 <b>matter</b> 10:12 100:10 <b>matters</b> 146:16 <b>matthew</b> 2:3 <b>maxim</b> 254:20,21 <b>mcbee</b> 141:11 <b>mcgriff</b> 116:17 <b>mckee</b> 33:9 <b>mcrabtree</b> 3:9 <b>mcwilliams</b> 269:6 271:12,14 <b>md</b> 1:4 10:16 <b>mdl</b> 1:4 <b>meal</b> 180:7,7,10 <b>mean</b> 38:12 42:18 44:19 45:5 53:9,11 58:9 60:10 62:5 65:16 67:21 69:21 72:24 95:24 96:6 115:10 129:17 133:9 135:7 137:20 143:8,25 146:10 147:8,17,18 149:6 154:8 156:7 158:4 163:9 167:16 169:13,18 177:7,8 184:23 185:2,23 196:2,23 206:17 207:7,25 208:19 211:12 214:15 220:17,23 223:23 223:23 224:16 226:20 233:21 239:4 241:13 243:15 246:7,19 257:18 262:2 266:17 269:24 <b>meaning</b> 39:7 95:12 171:3,7 243:19	<b>means</b> 79:18 85:15 115:6 196:4 199:21 207:10,14 232:10 <b>meant</b> 219:18,18 257:19 261:7 <b>meat</b> 78:5 <b>medium</b> 171:13 213:11 <b>mediums</b> 213:7 <b>meet</b> 19:3 121:25 172:6,7,11 240:15 244:10 <b>meeting</b> 4:16,19,21 6:9 43:18,22,25 79:16 80:4,14 81:4 81:6,8,10,11,19 84:2,6,20,23 85:4 86:10 87:12,14,20 89:22 90:8,12,14,18 91:9 93:10 97:8,10 97:12,13 98:12 99:9 99:12,25 100:7 103:6 104:5 105:5,7 105:12,15,17,18,19 105:23 107:23 108:13 110:11,14 111:17 112:22 113:5,10,12,13,18 114:5,12,16 118:14 139:23,25 142:13 153:3 158:7 172:10 199:12,13,16 265:5 265:7 266:4 <b>meetings</b> 4:23 43:12 43:16,22 44:5 47:25 48:7,12,13,14 93:14 93:24 100:15,17,20 105:21 106:2 123:20,21,22 124:6 124:13,14,16 135:9 140:12,16,21 142:7 142:24 146:12 148:10,13 152:5,6,9 152:17,20 153:4,8 153:17 184:12,18
--	--	--	---



[mello - monthly]

Page 25

<b>mello</b> 117:10 <b>member</b> 20:17 46:4 46:5,24 48:2 52:11 54:6 57:17,21,24 81:15 88:2 90:13 103:7 124:20 128:15 130:19 137:15 138:10 149:8,8 204:18 <b>members</b> 46:23 47:6 47:7 52:19,20,24,25 52:25 53:3,4,15 54:5,9 99:4 103:11 103:16,22 105:3 110:7,8 123:15,22 124:15 125:20 126:2 127:25 128:11 130:2,8,21 131:5,15 132:5,12 132:23 133:6 136:4 136:8,15 137:3,11 137:18,23 138:13 147:15,19 148:9,12 148:15,19 149:11 149:12,19,21 150:21 212:5 262:19 <b>membership</b> 48:3 50:20 <b>memory</b> 59:5 79:22 118:13 <b>mention</b> 22:11 24:17 53:21 129:6 <b>mentioned</b> 16:12 22:24 23:8 24:3 25:10 27:19 30:4 32:23 53:24 55:9 61:13 128:14 141:20 269:15 <b>mentions</b> 220:7 <b>mercantile</b> 71:10 <b>merricks</b> 225:9 <b>mesavage</b> 234:21,22 236:2 275:18	<b>message</b> 219:10 <b>met</b> 103:15 110:21 112:8 265:9,11,17 <b>mexican</b> 224:21 <b>mexico</b> 189:17 190:5,12 224:22 225:6 <b>michael</b> 2:24 11:17 33:11 112:7 117:14 117:18 <b>mick</b> 116:19 <b>mid</b> 202:21 <b>middle</b> 202:10,13 266:12 <b>midway</b> 186:25 <b>midwest</b> 3:15 11:23 152:25 212:22 213:3,4,9,14,17,19 232:14,23 233:8 <b>mike</b> 79:14 82:14 116:17 118:8 <b>million</b> 106:6 160:4 223:21,22 224:24 225:25 236:16 245:18,24 <b>millions</b> 159:9 <b>mills</b> 2:18 11:2 33:8 179:25,25 180:11 <b>mind</b> 80:22 144:23 173:16 263:19 <b>mingled</b> 94:14 107:16 <b>mingling</b> 107:3 <b>minute</b> 128:25 175:23 180:20 <b>minutes</b> 4:17 5:21 6:9 80:4 81:4,4 105:7,17 109:19 110:5 113:18 114:5 141:21 194:16 199:11 245:12 247:2 260:11 <b>mischaracterization</b> 165:7	<b>mischaracterizes</b> 167:5 <b>missed</b> 139:23,24 <b>missing</b> 158:23 <b>missouri</b> 25:4 <b>misstate</b> 216:12 <b>mix</b> 24:10 191:19 192:7,17 <b>moark</b> 82:24 117:6 254:18 <b>mode</b> 262:5 <b>model</b> 177:3,9 246:15 271:7 <b>modernization</b> 16:22 <b>modified</b> 24:14 <b>modify</b> 72:22,24 73:5 <b>molly</b> 3:7 11:14 <b>molt</b> 98:10 161:15 162:22 163:3,12,18 163:23 243:14 244:2,8,17 <b>moment</b> 170:4 183:11 205:23 208:11 223:2 235:8 239:7 <b>monday</b> 206:13 <b>money</b> 62:6 197:21 246:10,12,22 <b>monica</b> 3:3 4:7 11:11,12 13:12,18 22:20,23 30:8 31:17 32:11 34:19 36:12 36:15,20 44:20 45:15 46:12 53:7 54:25 56:18,20,25 57:8 63:10 64:6 67:16 69:3,11 71:3 71:16 74:15 75:21 76:5,12,18,23 80:16 80:21 86:18,23 89:5 91:21 92:13,20 94:17 95:6,11,18 101:14 109:7	120:20,25 128:12 130:12 131:16 132:10 133:23 136:17 137:4,12 138:5,18 142:21 149:3,14,22 151:5 154:7,15 155:2,10 156:3 157:2 158:5 158:12 159:11,18 160:8,18 163:5,14 163:25 164:14 165:6,20 166:17 167:4 169:9,16 172:16 185:10,15 185:21 190:21 191:7 192:8,19 193:7,15 196:3,24 197:8,24 198:4 199:22 201:23 202:9 205:10 207:16 210:21 214:2 226:8,17 228:3,16 230:8,11 230:18,24 233:10 234:10 236:6 237:19 238:7,11,19 239:18 240:25 244:20 245:21 248:6 252:16 259:11 260:2,6,10 260:15 263:15 265:15,16 267:24 268:14,20 269:16 270:24 273:7 274:11,15 276:19 <b>monica's</b> 274:25 <b>monitoring</b> 253:13 253:14 <b>monte</b> 255:5,6 <b>month</b> 122:10 161:12,17 212:22 233:3 <b>monthly</b> 195:22 196:7 212:3 233:4
--	--	---	---

[months - numbers]

Page 26

<b>months</b> 110:25 159:17	232:5 235:25 248:4 266:14 267:6 269:18	<b>nepco</b> 25:5	<b>notary</b> 1:17 278:4 278:16 280:17
<b>mooney</b> 107:18 111:22,24 112:11 112:15	<b>named</b> 25:23 34:10 69:9 103:25 110:8,9 199:15	<b>nest</b> 44:12,14,16 84:16 96:11	<b>note</b> 225:22
<b>morning</b> 12:12,13 74:23 202:21	<b>names</b> 18:24 83:25 128:19	<b>nestle</b> 2:18 11:3 33:7 272:25 273:4	<b>noted</b> 279:12 280:5
<b>morris</b> 1:13 3:3 11:12 118:3	<b>nancy</b> 242:10,15,22 242:24	<b>net</b> 173:17	<b>notes</b> 4:19 86:10 87:11,15
<b>motion</b> 85:19 86:2,6 107:17,21 108:4,13 109:2 112:13,14,21 112:25 113:4	<b>nation</b> 187:16	<b>nevada</b> 6:10 113:19 114:6	<b>notice</b> 122:4,21 278:6
<b>motions</b> 112:12	<b>nation's</b> 106:5	<b>never</b> 20:15,16 41:18 63:23 64:10 71:17 80:22 105:22 108:16,21,23 113:7 123:9 130:16 147:7 153:6 156:21 161:23 165:25 228:9 247:21 259:3	<b>notified</b> 255:9
<b>move</b> 30:23,24 58:4 58:17 61:21 101:2 104:16 112:14 113:24 161:7 174:11,17 206:21	<b>national</b> 21:19 82:10 125:9,23 126:4 127:24 128:4 197:16,16 209:11 210:8,9	<b>new</b> 7:8 19:4 51:10 51:12,13,14,22 72:7 76:3 105:9,13,15 120:4 129:4 173:13 173:14 184:10 186:15,17 192:24 194:4 206:14 227:16,20,24 260:24 271:6	<b>november</b> 101:4 166:6
<b>moved</b> 58:11 85:19 107:18 108:4 112:14	<b>nature</b> 118:19	<b>newcastle</b> 225:9 245:8	<b>nucal</b> 83:8 125:5,5,7 129:4,5
<b>moving</b> 270:8	<b>near</b> 224:7	<b>newegg</b> 125:6,7 129:5	<b>number</b> 4:11 5:3 6:3 7:3 8:3 10:16 23:25 40:7 49:17,20 79:3 80:12 90:21 91:5 93:5 95:2 97:24 98:4 101:2 110:2 111:24,25 114:2 120:11 127:6 134:21 135:24 150:11,11,15 151:23 153:24 157:11 160:3 174:5 174:6 175:10,11 183:9,11 194:12,13 194:21 196:19 199:9 201:13 207:15 217:10 221:3,11 222:17 224:4 229:16 231:14 234:8 236:24 237:8 238:2 238:18 239:10 240:6,14 241:11,11 241:12 242:7 249:24 251:4 254:5 257:7 258:12
<b>mschirmer</b> 2:11	<b>necessarily</b> 19:20 32:3 37:10 127:9 154:21 156:7 198:10 237:6 272:5	<b>newsletter</b> 148:16 148:19,22	<b>numbered</b> 97:15 162:17
<b>multifoods</b> 33:7	<b>need</b> 41:8 63:21,24 64:5 84:24 98:7 111:12 112:4 161:25 167:18 219:14 222:3 233:22 244:24 252:14 275:14	<b>night</b> 14:6,7	<b>numbers</b> 87:5 90:6 93:22 97:3 98:24 102:25 104:24 114:2 119:14 120:5
<b>multipage</b> 90:6 93:21 98:23 99:23 102:24 104:23 110:2 119:13	<b>needed</b> 51:22 126:3 184:8	<b>non</b> 91:16,17 92:8 92:18 94:13 106:14 106:21 107:4,13,16 107:16 181:16 208:18,22 209:3	
<b>multiple</b> 83:7 128:19 139:9,16 152:12,16 155:15 167:9 195:11,14	<b>needs</b> 19:7 126:8 195:4 262:11,16	<b>norm</b> 117:23	
<b>mw</b> 233:5	<b>neff</b> 35:24	<b>normal</b> 61:22 139:19	
<b>n</b>	<b>negatives</b> 111:7	<b>north</b> 2:15 12:22 15:14 275:5,12	
<b>n</b> 2:1 3:1,18 4:1 141:10 267:7	<b>negotiate</b> 28:16 38:16	<b>northwest</b> 10:10	
<b>n.w.</b> 2:21	<b>negotiated</b> 29:7		
<b>name</b> 10:4,17 12:14 49:21 55:9 80:19,21 82:22 121:16 131:25 132:2 168:12 174:7 207:12 229:20	<b>negotiation</b> 38:9 271:19		
	<b>negotiations</b> 38:5,19		
	<b>neither</b> 84:18 278:10		

[numbers - packer]

Page 27

120:16,18 160:11 193:25 205:13 215:17 222:18 224:3 232:18,19 234:3,18 246:5 259:15,15 261:2,22 <b>nutrition</b> 173:2 <b>nutritional</b> 172:22 172:23 173:9,14 <b>nutritionally</b> 181:25 <b>nw</b> 1:14 3:4	205:10 207:16 228:3,16 230:8,11 230:18,24 233:10 234:10 236:6 237:19 238:7,10 239:18 240:25 244:20 245:21 248:8 252:16 259:11 265:13 <b>objections</b> 157:3 <b>obviously</b> 78:3 204:14 222:8 230:14 231:3 239:4 245:19 <b>occasions</b> 64:18 <b>occur</b> 225:3 269:8 <b>occurred</b> 104:20 226:15 273:20 <b>october</b> 90:9,12 105:9,13 <b>offer</b> 41:13 68:3,24 69:4,13 125:24 126:5 <b>offered</b> 97:25 <b>offering</b> 98:6 <b>offers</b> 70:11,14 <b>office</b> 19:18,20 93:2 106:18,23 107:20 122:7,9,9,11,18 130:9,10 145:10 187:9 <b>offices</b> 1:12 145:7 <b>official</b> 55:9 145:11 145:12 147:11 278:12 <b>officially</b> 153:3 <b>offset</b> 226:6 227:12 227:25 <b>oh</b> 3:8 19:2 22:14 60:9 68:19 183:16 188:16 <b>ohio</b> 33:12 <b>okay</b> 19:2 25:11 36:13 61:10 115:25 121:2 125:13	128:20 129:15 132:20 135:12 139:2,3,6 144:12 147:20 153:15 168:17,23 170:8 183:13,16 184:19 186:8 188:22 193:23 194:14 197:6,9,13 231:15 241:18 249:16 251:24 260:20 262:25 266:19 275:20 <b>old</b> 17:19 98:9 177:15,16,25 <b>older</b> 276:17 <b>olysky</b> 33:10 <b>once</b> 16:19 30:25 48:10 60:9 124:9,11 178:3 <b>ones</b> 23:9 25:25 26:4 26:7 27:22,24 29:4 29:25 30:3 54:11 72:7 125:10 142:16 148:3 153:9,10,11 224:18 <b>online</b> 201:6 <b>op</b> 83:5 131:13 247:19 <b>open</b> 68:5,7 69:20 69:21 <b>operated</b> 25:13 <b>opinion</b> 106:17 156:5 163:11,22 164:3 165:11,17 167:3 238:8,12 259:18 <b>optimism</b> 110:22 <b>option</b> 58:4,12,13 68:2,8,11,23 <b>options</b> 45:8 68:20 <b>order</b> 28:18,18,20 28:21 82:3 87:25 214:19 233:7	<b>orders</b> 19:11,11,12 66:23 <b>ordinary</b> 204:19 <b>oregon</b> 128:7 <b>organic</b> 181:22 <b>organization</b> 57:14 77:16 83:15 125:14 139:22 148:25 149:6 <b>organizations</b> 136:4 136:16 <b>organized</b> 135:17 <b>original</b> 279:15 <b>orleans</b> 105:9,13,15 <b>osborne</b> 79:13 82:24 84:11,15 107:18 <b>ourself</b> 149:7 <b>outbreak</b> 245:7 <b>outcome</b> 278:11 <b>outside</b> 18:5 19:8,19 180:8 181:2 <b>oval</b> 116:6,7 117:6 <b>overall</b> 18:14 120:5 120:16 261:2,22 <b>overbroad</b> 57:9 <b>overseeing</b> 17:25 <b>owned</b> 25:13 82:7 181:7 <b>ownership</b> 20:12
<b>o</b>	<b>o</b> 3:18 24:9 <b>object</b> 31:19 159:18 190:22 191:7 202:9 210:21 211:18 263:11 267:22 268:12,18 269:9 270:14 273:2,24 <b>objecting</b> 76:6 <b>objection</b> 30:8 31:17 32:11 34:19 45:15 46:12 53:7 54:25 56:18,25 57:8 63:10 64:6 67:16 69:3,11 71:3,16 74:15 75:21 89:5 91:21 92:13,20 94:17 95:6,11,18 101:14 120:20 128:12 130:12 131:16 133:23 136:17 137:4,12 138:18 142:21 149:3,14,22 151:5 154:7,15 155:2,10 156:3 157:2 158:5 158:12 159:11 160:8,18 163:5,14 163:25 165:6,20 166:17 167:4 169:9 169:16 172:16 190:21 192:8,19 196:3,24 197:24 198:4 199:22		<b>p</b>
			<b>p</b> 2:1,1 3:1,1,18 <b>p.m.</b> 277:4 <b>pack</b> 17:17 68:6 171:6,11,11 174:4 175:17 179:12 <b>packaging</b> 15:6 37:15,16 170:14,20 170:25 171:9 172:5 173:21 179:12 <b>packed</b> 16:25 178:14 <b>packer</b> 143:8 171:15 171:22

[packers - planned]

Page 28

<b>packers</b> 143:6 <b>packet</b> 100:2,10 150:15 153:24 <b>packing</b> 136:7 <b>packs</b> 171:7 178:14 <b>page</b> 4:11 5:3 6:3,24 7:3,5 8:3 9:4,4,10 9:15,20 49:16 78:25 78:25 79:5 80:12 87:5,10,14,19 90:7 90:10 91:2 93:23 94:2,25 97:2,4,6 98:25 99:5 100:23 103:2,5,7,8,9 104:25 105:6,8,16 105:24 110:18 111:20 113:25 119:15 150:14,15 153:23 158:17 162:19 169:21 170:16,19 172:3 176:9,18,20,21 185:16 186:23 187:14,23 194:8,11 194:11 201:13,21 203:17 211:4 224:8 226:4,9,11 232:3,4 242:14,14 258:10 258:11 281:4 <b>pages</b> 91:3 94:22 100:24 151:22 183:15 184:25 258:8 <b>pallets</b> 178:19 <b>panel</b> 173:9 <b>papetti</b> 79:14 116:16,16 <b>papetti's</b> 2:24 11:18 <b>paragraph</b> 83:24 84:11,22 87:19 97:15,20 106:16,23 108:2 111:21 114:8 119:22 127:23 129:24 135:16,24 199:14 207:4	208:16 243:11 260:19,22 <b>paragraphs</b> 84:10 211:3 <b>paramore</b> 242:16,18 242:20 <b>pardon</b> 176:15 <b>parents</b> 65:20 <b>parochial</b> 13:22 <b>part</b> 14:14 32:14 41:12 77:22 79:19 85:13 108:21 167:17 184:2 186:6 186:7,11 204:9,12 204:16,18,19 214:13 216:16 233:25 234:4 239:3 248:3 252:7 262:5,6 268:2 270:17 272:16 <b>participate</b> 41:9 72:17,19 111:13 166:11 <b>participating</b> 108:12 <b>participation</b> 72:22 268:10 <b>particular</b> 51:5 59:8 61:7,12 63:22,24 81:9 91:11 97:11 99:12,21 105:14 107:25 112:25 114:15 125:22 211:14 256:9 261:15 <b>particularly</b> 83:12 104:7 235:16 <b>parties</b> 10:22 135:24 136:5,8 <b>partner</b> 11:14 <b>party</b> 278:11 <b>pasteurizer</b> 51:13 <b>pasteurizers</b> 179:9,9 <b>pasturization</b> 37:14	<b>patterns</b> 233:4 <b>paul</b> 79:13 82:24 <b>paycheck</b> 21:5 <b>peak</b> 66:11,15 244:11,18,19,21 <b>pennsylvania</b> 1:1 10:16 225:2 <b>people</b> 18:20 65:23 81:19 93:2 172:9,12 249:12 254:13,14 264:8 268:25 <b>perceived</b> 45:13 <b>percent</b> 34:4 91:20 91:23 92:4 94:16 164:21 191:21 192:14,15 258:18 259:6 <b>percentage</b> 22:16 23:17 25:17 32:16 33:17 64:24 190:19 191:3 270:20 <b>period</b> 20:6,25 21:3 21:13,22 22:17 24:22 25:13,17,21 27:16 28:22 29:20 31:6,13 32:17 33:19 33:21 34:6,17 35:8 35:14 37:4 38:4 39:13,14,17 40:4,7 42:14 45:22 50:20 55:22 56:8 57:5 59:20 61:15 63:19 63:20 64:2,11,22,25 66:11 71:12,22 73:17,23 74:10 75:18 89:8,13 91:14 101:7 110:24 133:2 141:13 161:12 192:17 203:3,10 209:7,9 211:20 214:12 243:3,13 244:4 <b>periodic</b> 211:21 216:15,24	<b>periodical</b> 64:4 <b>periods</b> 75:19 246:9 <b>permits</b> 227:16,20 227:24 <b>person</b> 43:22 48:11 48:13 81:20 95:3,5 201:12 250:5 <b>personal</b> 264:2 266:21 <b>personally</b> 42:6 47:13 51:21 137:14 138:12 273:3 <b>persons</b> 94:24 <b>persson</b> 116:5 <b>pertains</b> 91:23 <b>pesciotta</b> 118:11 <b>phase</b> 73:18 227:6 261:11 <b>phased</b> 73:15,25 <b>phone</b> 11:20 44:2 80:25 201:12 231:20 259:24 260:4 <b>physically</b> 75:15 <b>pick</b> 66:3 70:20 181:8,9,10 206:14 <b>picks</b> 66:7 <b>pickups</b> 181:3,4 <b>picnics</b> 65:25 <b>pies</b> 218:12 <b>pin</b> 167:7 <b>place</b> 243:24 252:3 278:6 <b>placed</b> 178:16 179:16 <b>placement</b> 243:22 252:9 <b>plaintiff</b> 10:12 <b>plaintiffs</b> 2:7,12,17 10:25 11:4 168:15 <b>plan</b> 64:15,15 108:6 130:7,18 131:13,21 233:18 <b>planned</b> 157:19 161:17
---	---	--	---

[planning - private]

Page 29

<b>planning</b> 64:3,14 275:12	<b>position</b> 12:24 13:4 15:25 16:3,10 43:3 89:2 109:4 147:2,12 148:7 218:24 219:3	212:11,15	156:16 158:25
<b>plant</b> 45:3 51:7 84:25 85:12,23 175:17 178:25 180:5	<b>positions</b> 14:18 20:8 187:10,10	<b>prepared</b> 158:14 211:7,17,20,21,23 212:4,6,17	182:17,20 195:15 197:20,23 198:21 198:22,25 199:12 199:13,18 200:16 200:23 201:4,8,15 203:13 204:20,23 206:21 214:19 221:12,17 225:23 226:2 228:2 233:4 234:9,15 237:2 239:11 245:20,25 252:11 253:2 257:22 259:8 266:11
<b>plants</b> 68:10	<b>positive</b> 111:12,13 116:11,24 189:6	<b>present</b> 10:19 81:7 81:19 83:25 97:9 105:10	<b>prices</b> 31:15 32:10 37:7 68:24 111:2,4 120:2 154:2,6,14,25 155:5,9,11,20 156:25 157:12,24 160:17 162:20,22 163:4,13,17,24 165:2,5,16,18,23 166:16,20 167:3,9 167:10,13 196:8 203:15,21 205:8,8 227:4 244:19,22 246:4 255:11,23
<b>plastic</b> 37:23	<b>possibility</b> 224:13	<b>presented</b> 105:25 111:22	<b>pricing</b> 18:4 19:13 29:25 182:12 194:22 195:2,3,22 197:15 219:12 270:8
<b>play</b> 131:9	<b>possible</b> 103:20 153:21,25 154:13 157:18,23 162:19 162:21 165:2,15,18 166:4,15,24 203:9 259:23	<b>preside</b> 140:12	<b>primary</b> 26:10,13 26:15,17,23,25 27:3 27:6,8,10 116:24,25
<b>played</b> 39:11	<b>possibly</b> 37:15 50:13 51:10 58:13 144:4 186:20	<b>president</b> 13:2 14:20 16:9 17:24 72:2 74:9 97:19 145:21,23,24 182:11 242:21	<b>prime</b> 33:10
<b>playing</b> 148:6	<b>post</b> 70:16	<b>press</b> 127:12	<b>printout</b> 7:4 176:8 176:17
<b>please</b> 102:5 134:2 168:20 170:18 176:19 186:13,22 196:19 199:8 201:24 208:10 215:7,16 221:3 232:3 241:21 258:8 258:8,12 260:17,18 261:6 279:4,9	<b>posted</b> 70:12	<b>pressure</b> 270:16,22	<b>prior</b> 58:19 61:16 101:25 191:8 192:3 229:2 235:11 270:4
<b>plus</b> 110:23	<b>postproduction</b> 131:11	<b>pretty</b> 16:15 21:20 40:8 60:24 65:22 99:22 117:12 169:4 184:6	<b>privacy</b> 36:21
<b>point</b> 57:18 64:22 66:22 76:16 94:5 102:7 128:16 140:6 155:13 179:15 190:15 199:5 234:17 243:12,18	<b>potential</b> 107:2 138:13	<b>previous</b> 183:20 217:18 219:13 233:3,6	<b>private</b> 171:15,18 206:16,19 207:6
<b>pointed</b> 247:17 272:6	<b>poultry</b> 3:15 11:23 78:5 200:6,9	<b>previously</b> 112:18 114:25,25 176:5 183:7 200:12 204:17 229:15 251:11	
<b>points</b> 79:11 90:23 91:5,5 93:5 258:10 258:12	<b>pound</b> 179:13,14 201:15	<b>price</b> 4:15 7:10 28:6 28:11,16 29:2,7 30:20 31:7,14 32:9 34:16 35:6,19 37:17 38:3,6,8,13 39:22 40:5,6,11,13 55:6 55:10 58:15 63:4,4 63:8,9 68:7 80:3,14 81:5,12 84:4 87:8 87:11 89:14 97:7,23 98:5 102:3,11 103:10,12,15,17,20 103:23 104:2,5 110:24 150:16,22 155:24,25 156:10	
<b>policies</b> 108:17	<b>pounds</b> 40:7		
<b>policy</b> 17:11 113:3 149:18	<b>powerpoint</b> 6:22 151:14,23 162:16		
<b>pollard</b> 118:4	<b>practice</b> 27:12 60:10 62:8 198:9		
<b>pollock</b> 116:19	<b>predicated</b> 136:3		
<b>porter</b> 1:13 3:3 10:8 11:12	<b>predict</b> 233:24		
<b>porterwright.com</b> 3:6,9	<b>prediction</b> 236:23		
<b>portion</b> 206:12 219:9	<b>prefer</b> 197:12		
<b>pos</b> 271:20	<b>preference</b> 149:12 149:20		
	<b>premix</b> 180:11		
	<b>prepaid</b> 111:14		
	<b>preparation</b> 122:2 122:17		
	<b>prepare</b> 121:19,23 122:12 211:9,12		

[private - provide]

Page 30

208:4,7 <b>probably</b> 14:14 58:24 80:23 142:7 156:13 167:18 191:21 241:9 248:7 <b>problem</b> 45:13,19 107:3 111:9 225:12 <b>problems</b> 111:10 <b>proceed</b> 12:3 <b>process</b> 16:16 32:14 51:6,15,17,22 64:3 86:22 96:10,11 131:4,9 138:17 161:22 175:9 178:22 233:18 261:11 <b>processed</b> 1:3 10:12 19:13 281:2 <b>processing</b> 24:19 45:3 178:11 179:7 <b>processor</b> 54:23 79:8 103:11 115:7 115:13 145:4 150:21 <b>processors</b> 6:9 79:6 113:17 114:4,12,20 114:21 115:6 143:5 151:3 <b>produce</b> 33:11 82:21 92:4 125:8 130:22,23 144:3 174:4 180:6,16 261:19 <b>produced</b> 35:22 62:22 64:16 75:4 87:23 88:7 94:11 99:24 123:15 125:18 134:20 160:4 228:25 258:19 <b>producer</b> 51:8 52:15 83:22 136:4,16,24 143:7 180:19 187:16 254:22	<b>producers</b> 40:15 45:11 52:2 68:9 70:4,5 71:21,24 87:7 88:2 112:4 132:8,19 134:7 135:19,20 136:6 137:3,11,25 138:14 143:5 158:21 246:8 246:11,13 <b>produces</b> 115:16 <b>producing</b> 119:25 <b>product</b> 18:2 24:15 34:24 35:21,21 36:4 36:5,10,21 37:19 44:13,13 51:18 52:16 61:2 68:17,19 70:5,6 107:15 123:16 125:18 130:16,22,23 144:11 170:24 175:6 179:5,8 192:5 196:22 207:22 214:20 249:6 <b>production</b> 9:9 49:17 64:25 72:4,7 72:10,23 79:3 80:12 87:5 90:6 91:18,24 93:22 94:25 97:3 98:24 101:22 102:25 104:24 107:6 110:2 114:2 119:13 120:3,6,17 120:19 157:11 158:22 159:8,15,21 160:7,7,16,21 177:2 225:16,18 228:6 240:2,7,11,16,22 244:11,12,18 252:20 258:4 259:2 261:3 262:10 265:8 266:6 275:3,6,8,10 <b>products</b> 1:3 2:24 6:18,20 10:13 11:19 22:7,8,21,25 23:2 24:4,4,19 25:4,5,19	28:9 32:24,25 33:3 33:4,11,18 34:10,17 34:22 35:4,8,15 37:3,7 39:20 42:18 42:23,25 51:3,15 52:2,15 53:6,10,12 53:16 58:19 59:25 60:3 61:4,11 63:15 66:6,14,14 71:2,10 71:15 78:3,4 103:9 103:13,23 104:2,5,8 107:12 115:17 116:13 118:25 122:24 123:6,7,10 123:12,14,20,23 125:6,8,10,16,19,22 125:22 126:3,11,12 126:14,17,21 127:5 127:13,13,16 128:15 129:15 130:2,4,8,11,20,21 131:5,12,15,17,22 131:25 132:3,19,23 134:5,11,19 135:9 136:13 150:16,23 177:6 178:21 179:16,19 180:22 187:25 188:9,18 189:17 190:2,8,12 190:20,25 191:5,16 191:19,22,23 192:6 192:15 195:24 196:9,13 200:6 201:14 203:16 205:16 218:6,14 247:18,25 248:2,21 248:25 249:5,14 271:23 281:2 <b>profile</b> 7:6 182:24 <b>profitable</b> 62:2 <b>program</b> 41:18 45:10 55:15 72:18 72:20 73:11,25 91:12,13 92:19 95:5 95:10,16,17 96:3	106:3 107:2 112:16 120:9 149:2,13,21 150:5 197:3 198:7 219:15,19 220:6,8,9 220:11,15,21,22,25 226:23,23 227:3,7 229:3,5 230:7,17,23 252:2,8,9,18 253:8 255:13,19,25 256:4 256:9 257:21 262:18 264:22 266:7,17,24 268:11 268:24 269:23 270:2 271:3,15 272:25 273:10,17 274:5 <b>programs</b> 267:17 <b>prohibition</b> 262:19 <b>projected</b> 223:21 <b>projection</b> 223:9 227:4,9 228:19 233:2,8 251:21 <b>projections</b> 221:19 221:22 224:9 232:13,23 234:2 250:12 <b>projects</b> 232:12 234:3 <b>promise</b> 183:14 189:16 231:17 <b>promised</b> 109:7 <b>promoted</b> 16:9 <b>pronouncing</b> 234:23 <b>proposed</b> 112:9 <b>proprietary</b> 35:21 36:10,17 <b>prospective</b> 19:4 137:23 184:10 <b>protection</b> 135:25 <b>protein</b> 258:14 <b>provide</b> 89:14 130:3 171:5,7,8 186:10 203:20 223:8 252:23 263:25
---	---	---	---



[provided - read]

Page 31

<b>provided</b> 112:10 184:14 228:19 251:16 252:12 264:20 268:3 271:9 272:10 <b>provides</b> 259:7 <b>providing</b> 250:12 252:5 253:3 <b>public</b> 1:17 31:9 278:5,16 280:17 <b>publication</b> 56:6,9 <b>published</b> 31:7 41:21 202:21,25 216:9 233:5 <b>publishes</b> 203:25 <b>pulaski</b> 24:25 <b>pull</b> 179:7 199:8 256:21 <b>pullet</b> 108:20 161:4 177:24 <b>pulp</b> 39:5,5 171:9 174:18,18 <b>punishment</b> 140:2 <b>purchase</b> 91:7,16 106:13,20 107:6,13 <b>purchased</b> 94:12 <b>purchaser</b> 1:5 2:6 2:12 11:7,10 33:15 121:17 168:15 <b>purchasing</b> 29:11 <b>purely</b> 126:10 <b>purpose</b> 43:7 61:17 79:10 84:2 114:20 125:13,15 183:22 199:16 226:25 <b>purposes</b> 134:17 153:4 222:3 <b>pursuant</b> 278:5 <b>put</b> 16:25 17:2 23:25 37:22,23 41:19 69:23,24 98:3 173:13,17 175:7 178:19 179:6 180:14 183:20,23 184:6,8 186:12	198:13 226:24 240:18 261:7 <b>putting</b> 37:13 248:11	270:10 <b>quoted</b> 241:16 <b>quotes</b> 37:5,6 209:17,20	<b>ramp</b> 37:17 <b>ranch</b> 60:23 <b>randon</b> 137:7,14 138:8,20 <b>randon's</b> 138:21 <b>randy</b> 116:22 118:11 146:15 <b>range</b> 85:21 182:3,4 192:22 <b>ranges</b> 27:15 <b>rate</b> 195:20 <b>rates</b> 195:23 196:12 <b>raupdate0005158</b> 8:6 241:24 242:7,14 <b>raupdate0005159</b> 8:7 241:25 <b>raupdate0005560</b> 8:8 249:20,25 <b>raupdate0007136</b> 7:12 205:19 206:3 <b>raupdate0008335</b> 7:20 222:18,21 224:8 <b>raupdate0008336</b> 7:20 222:22 <b>raupdate0015948</b> 7:22 229:9,17 <b>raupdate0015951</b> 7:22 229:10 <b>raupdate0018104</b> 8:5 235:3,17 <b>raupdate0019887</b> 7:14 210:12,25 <b>raupdate0019888</b> 7:15 210:13 <b>raupdate0044684</b> 7:18 217:6,11 <b>ravaged</b> 224:21 <b>ray</b> 251:6,12,13 <b>reacted</b> 111:11 <b>read</b> 26:7 57:3 128:8 135:3 136:10 150:24 159:5 192:10 251:22 260:23 261:4 279:4	
	<b>q</b>	<b>r</b>		
	<b>quality</b> 18:7,9 19:25 19:25 20:3 177:5 <b>quarterly</b> 195:23 196:7,14 <b>question</b> 22:4 36:24 52:22 100:6 102:4 131:7 133:25 149:16 152:14 159:13 172:23 188:3,11 191:11,12 194:25 197:2 202:12 238:19,21 239:8 241:9 255:21 263:14 273:15 274:25 275:16 <b>questionnaire</b> 194:3 <b>questions</b> 9:19 16:14 76:7 97:22 138:24 162:14 168:16 183:12 198:14 257:24 260:3,7,9 264:6,16 274:16,18 276:18 <b>quick</b> 188:2,10 <b>quit</b> 212:2 <b>quite</b> 16:23 39:3 184:3 <b>quotation</b> 35:18 38:7 39:21 213:10 213:14 <b>quotations</b> 30:7 35:14 204:21 216:23 <b>quote</b> 37:10,18 84:12,13,14,17 87:22 88:6,21 89:3 89:14 90:22 208:17 208:18 209:3,5,11 209:11,14,25 210:2	<b>r</b> 2:1 3:1,18 141:10 141:10,10 278:2 281:1,1 <b>ra</b> 207:5,8,10 215:18 <b>ra0005033</b> 7:7 182:25 183:9 <b>ra0005035</b> 186:23 <b>ra0005043</b> 182:25 <b>ra0005046</b> 7:9 192:25 194:2 <b>ra0005048</b> 193:2 <b>ra0005326</b> 8:13 256:25 257:7 <b>ra0006385</b> 8:11 253:24 254:6 <b>ra0006491</b> 8:10 250:23 251:5 <b>ra0007500</b> 7:17 215:12 <b>ra0007501</b> 215:12 215:18 <b>ra0010549</b> 6:21 134:12,21 <b>ra0010550</b> 134:12 <b>ra0012499</b> 4:13 49:10,17 <b>ra0012500</b> 49:10 <b>ra0014219</b> 6:19 126:22 127:6 <b>ra0014751</b> 7:24 231:8,14 <b>ra0014753</b> 231:8,14 <b>ra0069068</b> 6:23 151:15,24 <b>ra0069070</b> 153:24 162:17 <b>ra0069072</b> 151:15 <b>raise</b> 160:25 177:15 177:17,24		



[read - regular]

Page 32

280:3 <b>reading</b> 135:7 219:22 <b>reads</b> 103:9 <b>ready</b> 173:11 <b>really</b> 18:9,23 45:22 51:14 52:7 95:25 130:17 140:15 210:25 219:13 259:12 <b>reason</b> 30:5 40:21 40:24 47:3 157:18 157:23 165:2 166:4 193:7 225:22 261:25 270:18 279:6 281:4 <b>reasonable</b> 53:8 192:6,16 <b>reasons</b> 57:25 153:25 154:13 162:19,20,21 163:16 165:15,15 165:18 262:2 <b>rebate</b> 197:21 <b>rebates</b> 198:2 <b>rebid</b> 28:15 <b>rebound</b> 243:13 246:6,18 <b>rebounded</b> 212:24 213:8 <b>recall</b> 34:7 40:14 41:22,25 42:12 43:5 43:11,15,21 44:4 50:15,16 52:4 53:15 53:17,23 54:7,8,17 54:21,22 55:3 57:6 57:20 58:23 62:18 63:3,7 73:20 74:6 75:17 79:19 81:7,9 84:6,19 85:8 87:16 88:5,11,17 89:11 90:14 91:8 92:22,24 96:4,5 97:9 98:11 99:25 100:9,13 101:24 102:7,12	103:25 105:19 107:22 108:14,25 109:3 110:6 111:16 112:24 113:7,11,13 114:19 116:19 119:18,20 123:13 124:20 131:24 134:8 137:6,13 139:8 140:4 142:16 145:11 146:6,17 148:23 149:5,25 150:6 152:10,19 153:6 166:2 190:4 190:17 191:13 202:24 203:22 208:12 209:16 212:7,18 216:19 221:14 236:18 253:17,19 259:16 261:6,23 263:6 264:10,19,24 265:2 266:8,15 267:3,8,12 268:22 269:3,8,20 270:25 271:13 273:19,22 274:13 275:13 <b>recalled</b> 129:4 <b>receipt</b> 279:16 <b>receivable</b> 19:14 <b>receive</b> 19:11 56:9 74:11 100:2 148:15 201:3 <b>received</b> 75:18 87:15 127:22 236:19 254:11 <b>receiving</b> 87:16 100:9,13,14 <b>recess</b> 77:7 109:12 121:7 162:6 168:4 214:6 247:9 <b>recognize</b> 127:7 134:22 151:25 231:21 242:8 <b>recollection</b> 49:24 58:2 59:3 191:3	230:4,21 266:21 271:17 <b>recommend</b> 85:20 107:19 108:5 112:15 <b>recommendation</b> 84:18 108:3 <b>recommendations</b> 84:3 105:18,20,24 106:2 199:17 <b>recommended</b> 84:12,15 107:19 <b>record</b> 10:4 12:15 76:22 77:5,12 80:24 104:19 109:10,15 121:4,10 129:14 156:15 157:10,11 157:12 162:4,10 167:25 168:2,7 214:4,9 226:14 247:7,14 256:11 260:23 278:10 280:6 <b>recorded</b> 278:8 <b>records</b> 125:12 207:19,23 256:21 256:21 259:3 <b>red</b> 82:18 <b>reduce</b> 106:4 108:9 112:3 158:19,21 160:15 261:21 <b>reduced</b> 154:12,24 164:7,20 246:5 <b>reducing</b> 106:5 164:25 165:4 <b>reduction</b> 112:19 240:15 251:25 262:7 <b>refer</b> 46:14 58:8 71:18 78:19,22 128:19 129:16 150:9 156:11,12 171:17 177:11 205:15 271:19	<b>reference</b> 105:18 219:15 <b>referenced</b> 264:17 <b>referred</b> 18:16 69:20 77:15 118:16 215:25 <b>referring</b> 16:18 115:3 120:18 129:14 132:14 153:12 197:2 213:9 215:2 220:24,25 224:17 226:22 246:11,23 261:9,13 261:17 270:5 <b>refers</b> 114:9 206:20 241:15 243:17 245:11,15 <b>reflect</b> 191:14 205:13 250:13 <b>reflected</b> 250:11 <b>reflection</b> 255:16,23 <b>reflects</b> 256:5 <b>refresh</b> 43:10 49:23 135:4 191:2 230:3 230:20 <b>refreshed</b> 269:4 <b>refrigeration</b> 16:21 <b>regard</b> 97:22 220:6 <b>regarding</b> 266:23 271:3 273:9 <b>regardless</b> 84:5 85:22 94:8 199:19 <b>region</b> 98:2 209:13 213:15 <b>regional</b> 197:16 203:16 209:17,20 210:7 <b>regions</b> 98:2,3 <b>regular</b> 58:11 60:11 61:4,23,23 62:7 69:12,14 100:17 142:13,14 163:19 172:2 201:4 204:22 205:4
---	---	---	---

[regularly - reviewing]

Page 33

<b>regularly</b> 56:9,24 57:2 74:11 <b>rein</b> 184:7 <b>reina</b> 254:19 <b>relates</b> 1:4 228:14 <b>relations</b> 147:4,5 <b>relationship</b> 25:22 31:13 134:6 205:6 271:11 <b>relationships</b> 26:2 <b>release</b> 6:19 126:21 127:5,12,15 <b>releases</b> 201:4 <b>relevant</b> 38:7 252:10,15 <b>relied</b> 35:7 <b>rely</b> 181:2 <b>relying</b> 30:7 <b>remain</b> 50:6 240:20 240:21 <b>remainder</b> 50:12 84:23 191:22 <b>remaining</b> 227:2 <b>remember</b> 16:8 21:7 21:8 26:20 32:20 43:13,17,20 44:2,7 46:16 48:5,16,22,25 49:2 50:10,18 51:2 56:22 57:10 59:8,13 59:14,17,24,25 60:6 60:6,21 63:11 69:16 79:24 81:10,11,17 82:23 83:7,12 84:8 84:21 85:3,6,11,25 86:3,5 88:9,14,18 88:19,22 89:9,12 90:16,17,19 91:10 93:9 97:11,12 99:8 99:11 100:14 104:3 104:4 105:11,14,15 107:24 108:11 110:10,13 112:21 114:11,15 116:15 117:9,10,21,22 122:23 123:4,24	124:2,5,9,12,17 127:10 129:20,21 132:24 133:8,13,19 135:6,10 138:8 139:11,17,20 142:6 146:2 147:11,24 148:6 151:7,11 153:20,21 154:5,10 198:18 199:2,4,6,24 203:7,9 209:18 211:24 212:13 229:21 231:2,5,23 235:16 237:14 242:9 250:5 253:9 254:24 265:4,5,10 265:11,17,20,21 266:2 271:4 275:25 <b>remodel</b> 72:10 <b>remodeling</b> 64:13 <b>remotely</b> 10:20 <b>remove</b> 58:2 98:9 161:21 <b>removed</b> 161:19 <b>renegotiate</b> 28:24 <b>renegotiation</b> 39:19 <b>repeat</b> 52:21 100:5 102:4 149:15 263:13 <b>rephrase</b> 192:13 <b>replace</b> 244:3 <b>reply</b> 235:15 <b>report</b> 4:23 7:14 18:20 31:23 74:24 75:5,7,11,11,15 88:21 93:14,24 111:21,23 204:4 205:13 208:25 210:12 211:13,16 211:25 212:3,8 213:5,18 216:19 224:3 231:3,4 233:14,25 234:5 236:21 259:16 266:10 270:9	<b>reported</b> 20:8 84:2 106:17 111:25 112:4,7 199:15 204:23 <b>reporter</b> 11:25 93:6 103:18 193:5 <b>reporting</b> 83:17 200:5 203:23 <b>reports</b> 15:20 75:2,3 75:18 112:10 204:2 213:13 222:4,5 <b>represent</b> 10:22 51:8 168:14 212:9 <b>representative</b> 47:24 139:7,12 140:24 141:16,25 152:8 <b>representatives</b> 46:6 141:3,16 142:10,20 <b>represented</b> 52:16 <b>representing</b> 10:5 10:25 11:13,25 42:24 <b>represents</b> 258:18 <b>request</b> 9:9 103:21 151:3 <b>requested</b> 28:8 103:11 106:18 112:6 150:21 270:19 <b>requesting</b> 126:7 <b>require</b> 41:10 272:13 273:6 <b>required</b> 73:19 172:5 274:9 <b>requirement</b> 41:24 42:2 73:18 272:3,5 272:7,9 <b>requirements</b> 17:19 73:3,10,15,24 173:16 270:13 272:16,18 <b>requires</b> 175:4,5 <b>requiring</b> 267:19	<b>resell</b> 92:9 <b>resigned</b> 140:8 <b>resigning</b> 50:12 <b>resolve</b> 51:9 <b>respect</b> 27:12 <b>responded</b> 266:9 <b>response</b> 243:10 274:25 <b>responsibilities</b> 15:14 17:23 18:12 18:15 20:5 140:10 <b>responsibility</b> 15:19 15:24 18:3,11 <b>responsible</b> 15:16 17:25 <b>rest</b> 129:5 <b>restate</b> 102:6 255:20 <b>restaurants</b> 184:2 <b>result</b> 72:21 246:13 246:16 <b>resulted</b> 71:13,14 120:6,16 261:2 <b>retail</b> 7:16 179:14 188:2,10,20 190:16 191:4 192:4,5,14 198:10 203:20,23 214:24 215:3,11 216:3,18 <b>retailers</b> 170:14 <b>retails</b> 221:5 <b>retired</b> 47:22 <b>return</b> 279:14 <b>review</b> 19:5 31:4 32:14 56:16,24 111:23 122:2,17,18 174:8 183:10 204:20 205:3 216:14,22 <b>reviewed</b> 122:4 137:14 138:9 <b>reviewing</b> 94:19 170:8 183:13 215:19 235:10 254:7
--	--	--	--

[rich - says]

Page 34

<b>rich</b> 33:10 <b>rick</b> 5:5 87:12 88:3 88:18,20,23 96:14 97:5 <b>right</b> 13:10 19:24 33:13 48:3 54:18 61:9 90:24 135:10 155:21 156:6 168:22,25 170:5,13 174:14 181:11 183:17 185:15 186:24 188:7,17 190:8 202:19 206:9 208:13 211:11 217:21 221:13 225:6 233:13 241:10 248:9 <b>rights</b> 270:17,22 <b>rigterink</b> 141:6,7,8 <b>rios</b> 1:16 <b>rising</b> 119:25 <b>river</b> 71:19 <b>road</b> 12:22 <b>rob</b> 116:23 <b>roger</b> 82:10 <b>role</b> 42:7 48:17 52:8 115:2 131:3,8 146:25 148:6 <b>room</b> 10:20 67:5 259:25 <b>roosters</b> 177:19,19 <b>rose</b> 3:10 11:13 12:20,24 13:8 14:10 14:16,18 17:10 18:2 20:13,17,21,24 21:4 21:14 22:16 24:4,18 25:13,18 27:11 29:11,14,16,17,23 30:6,11,13,15,20 31:7,14 32:8,18 35:3 40:14,21 41:15 41:21 42:7 45:20 46:4 48:2 52:10,11 55:17,23 56:2 57:7 57:17,20,23 62:2,22	63:7,20 64:8,9,12 64:25 67:7 70:22,24 72:2,15,16 73:9,20 74:2,5 76:8,11,15 83:3 95:2,4,21 101:8 108:15 113:2 117:3 119:16 120:18 122:9 123:7 124:23 128:5 129:9 133:14,15,18 134:20 139:6,12 140:23 141:2,16,23 141:25 142:9,18,20 144:25 147:17 149:7 152:8,11,15 153:2 160:15,19,23 161:11 163:17 166:11 168:24 169:5,7,14 171:23 175:24 176:22 177:8 178:4 179:24 180:2 182:7,11 187:25 188:8,18 190:11 191:4 192:6 192:16 196:15 203:4,11 204:13,14 204:15,17 207:10 207:11,19,21 208:6 211:7 216:16 228:4 228:5,14,22,25 230:4,15,21 231:3,4 243:4,17 244:16 255:17,18,24 261:21 264:20,21 267:15,19 268:9 272:7,18 274:25 <b>rossi</b> 1:16 11:25 <b>route</b> 195:17 <b>rpr</b> 1:16 <b>rule</b> 91:20,23 94:16 <b>run</b> 44:12,16 84:16 96:11 236:15 <b>running</b> 67:2 75:10 <b>rust</b> 72:14 110:7 113:9 129:9,12	138:16 161:24 176:5 187:8 200:13 206:7,8,12 217:17 229:16 247:24 248:7,12 249:7,12 275:15 <b>rust's</b> 170:11  <b>s</b>  <b>s</b> 2:1 3:1,7,13,18,18 4:9 5:1 6:1 7:1 8:1 24:9 158:23 281:1 <b>s&amp;r</b> 255:4 <b>safety</b> 77:19 78:2 267:16 268:6 <b>salad</b> 66:13 <b>salads</b> 66:3 <b>salary</b> 21:6,9 <b>sale</b> 69:24 70:16 <b>sales</b> 7:13 13:2 14:20 16:4,5,6,10 17:24 18:2,5,6 19:2 19:19,25 20:4 21:15 21:21 22:17 23:17 25:22 31:4 33:18 34:11 63:22,24 68:5 69:21,22 70:25 72:2 74:10 107:9,15 131:11 136:7 179:14 182:11 184:10 186:25 187:3,4,9,10 190:4 190:19 191:4,15 192:7,17 204:10,17 204:18 210:12 216:16 242:21 257:12 273:5 276:8 276:12 <b>salesmen</b> 136:6 <b>salesperson</b> 183:20 214:11 <b>salisbury</b> 117:20 <b>salt</b> 24:6,7,9,13 124:2,8	<b>salted</b> 24:10 <b>sanitized</b> 178:12,23 <b>satisfy</b> 87:25 <b>savannah</b> 4:21 89:23 90:9,12,14,16 90:18 <b>save</b> 21:24 26:9 27:23 29:6 30:2 69:9 207:6 208:5 273:11,13,16 <b>saw</b> 130:16 150:10 156:13 157:10 185:9 237:8 239:9 <b>saying</b> 36:18 113:11 120:13 164:22 198:3 228:13,14 248:5,11 259:10 262:19 275:25 <b>says</b> 79:5 80:17 83:25 84:11,22 85:18 87:11,20 90:8 91:3,6 93:6,23 94:5 97:16,20,24 101:2 105:24 106:16 107:17 108:3 110:18 111:22 114:8 119:23 127:14,23 129:25 135:17,24 150:20 158:18 159:24 162:19 164:6 170:12,13,19,22 172:4 186:25 187:3 187:14 188:8,23 189:14,15 190:15 194:22,24,24 195:21 196:11,20 199:15 202:17 206:13 207:4 210:19 211:4 213:6 219:11 220:19 221:4 232:10,25 235:19,19 236:24 241:10 245:5 250:3 255:9 258:13 259:5
--	--	--	---

[schedule - sheet]

Page 35

<b>schedule</b> 108:23 162:22 163:4,12,23 183:15 227:3,5,6 233:18 243:25 244:17 <b>scheduled</b> 108:7 112:18 <b>schedules</b> 163:20 243:14 <b>schimpf</b> 108:5 255:2 <b>schirmer</b> 2:9 4:6 11:8,8 167:23 168:11,13 169:12 169:25 175:22 176:12 183:4 185:12,16 186:4 190:24 191:17 192:12 193:12,20 196:10 197:10,25 198:12 199:25 200:20 202:15 205:22,24 207:24 210:16,23 213:24 214:10 215:7,15 217:2,9 222:25 226:18 228:11,21 229:13 230:9,12,19 231:11 234:6,20 235:6 236:8,12 237:22 238:9,14,20 238:24 239:22 241:7,20 242:4 245:2,22 246:24 247:15 248:15 249:23 251:2 252:22 254:3 257:4 259:17,22 263:2,11 264:5,15 267:22 268:12,18 269:9 270:14 273:2,24 274:19,23 276:14 276:16 <b>schnell</b> 116:20 <b>schnucks</b> 21:25 27:4 232:2	<b>school</b> 13:17,21,22 13:23,25 14:3,4,13 14:16,22 65:16,18 <b>schools</b> 65:16 <b>scientific</b> 41:2,12,19 <b>scope</b> 21:14 127:24 <b>scott</b> 117:8 269:5 271:2,5,9 <b>seafood</b> 200:6,10 <b>seal</b> 278:12 <b>sealed</b> 178:18 <b>sean</b> 217:20 218:20 218:20 <b>seasonal</b> 233:3 <b>second</b> 14:25 59:2 80:17 87:10 90:10 94:2 99:5 103:5 112:13 119:22 129:24 135:16 144:21 170:19 176:21,25 187:16 211:4 223:16 260:18,22 262:23 <b>secondary</b> 271:23 <b>seconded</b> 85:20 107:18 108:5 112:15 <b>section</b> 186:24 224:7 224:9 <b>sections</b> 188:7,17 <b>see</b> 49:20 74:2 95:2 125:12 130:5 135:21 150:12,18 153:24 154:3 157:21 158:18 159:23 162:23 166:8 211:3 212:25 219:23 220:4 222:4 224:9 225:3 232:15 240:4,8 246:4 255:14 258:20 264:13,17 <b>seeing</b> 259:16 <b>seen</b> 157:15 158:8 163:8 166:2 200:24	215:22 229:18 235:12 236:15 <b>seger</b> 79:13 82:20 <b>select</b> 248:24 <b>sell</b> 21:19 24:5 28:10 29:17 33:19 38:15 51:16 61:10 64:5,15 66:2 67:6 68:5,6,14 70:6,14,15 74:8,19 91:16 107:11 111:6 112:2 118:25 130:10 131:22 132:5 133:18 163:18 171:20 174:3 182:7 196:22 197:22 205:5 214:19 218:4,5,5,7 218:9,10,11,12,12 218:13,15 243:14 244:17 248:4 <b>selling</b> 28:12 60:3 60:12 61:12,16,18 62:6,17 68:16 70:3 131:4,14 173:22 182:7 244:9 <b>send</b> 17:4 221:19 <b>sending</b> 119:19,20 250:6 <b>senior</b> 15:2 <b>sense</b> 50:23 87:2 155:24 <b>sent</b> 19:12 127:18,19 137:18,22,22 148:19 178:17,24 222:5 223:6 229:23 254:12,13 272:12 <b>sentence</b> 150:20 172:2 176:25 189:14 194:23,24 195:3,21 196:20 199:21 206:11 207:3 208:15 212:21 213:7 223:17 224:12 236:13,22,24	237:24 239:16 245:4 260:22 <b>separate</b> 46:25 53:21 54:2,4 78:18 87:22 88:6 89:3 90:22 178:24 209:25 239:8 <b>separated</b> 179:4 193:21 <b>separately</b> 193:22 <b>september</b> 206:13 232:21 <b>series</b> 182:7 232:18 258:12 264:7 <b>serve</b> 103:22 194:17 <b>served</b> 42:10 50:11 <b>service</b> 18:7 19:10 37:24 77:19 83:17 125:23 126:3 169:14,17,19 170:23 171:3,14 183:25,25 184:7 188:2,9,16,19 190:16 191:5 194:5 198:8,9 200:5 201:6 <b>services</b> 3:15 11:23 45:10 144:10 170:14 188:6 <b>set</b> 28:13,24 29:16 40:6 41:21 66:5 68:13 92:14 122:24 194:25 195:3,22 196:21,22 197:22 262:22 <b>setting</b> 32:8 196:12 <b>seven</b> 20:11 269:13 <b>seymour</b> 12:18,22 13:23 14:2,4 15:12 15:23 24:24 128:6 180:5 <b>share</b> 187:15 <b>sheats</b> 112:7 118:8 <b>sheet</b> 201:8 203:13 279:7,10,12,15 280:5
---	---	---	--

<b>shell</b> 4:15 5:10,18 7:16 18:9 20:3 22:6 23:5 25:18 33:18 38:2,10,14 42:20 55:6 58:3 59:24 60:4,20,22 63:14 65:11 66:15,16 80:3 80:13 81:5,12 87:8 98:16 99:2 100:8 103:17 104:10 105:2,8,12 106:15 106:22 107:9 126:9 131:23 179:17,17 187:15 190:18,19 191:4,15,19,22 192:5,15 195:25 196:13 199:12 205:14 209:5,22,23 209:25 210:2,3 214:24 215:4,11 216:3 218:7,9 219:5 219:8 223:9 <b>shelled</b> 32:24,25 34:5 <b>shelling</b> 198:11 <b>shield</b> 175:7,13,18 <b>shielded</b> 175:6,6 <b>shifted</b> 51:2,3 191:20 <b>ship</b> 130:8,24 189:17 <b>shipment</b> 178:20 179:10,20 <b>shipped</b> 190:12 <b>shippers</b> 15:4,17 <b>shipping</b> 190:2 <b>short</b> 30:23 111:6 167:23 213:25 <b>shorthand</b> 278:8 <b>shortly</b> 72:16 <b>shorts</b> 70:4 <b>show</b> 87:13 99:15,20 99:21 149:20 160:3 205:22	<b>showed</b> 32:6 135:13 140:7 149:11 <b>showing</b> 90:13 159:20 170:2,9 176:3,13 183:5 193:24 200:11 205:25 210:17 217:2 222:16 229:14 230:5 231:12 235:7 242:5 249:16 251:3 254:4 257:5 271:10 <b>shown</b> 122:5 <b>shows</b> 81:6 87:14 90:22 97:9 99:3,5 103:6 105:3,9 114:6 129:8 154:12 159:7 159:15 160:2,5,6 166:5 <b>side</b> 39:20 52:16 101:3 158:18 239:17 <b>sigma</b> 196:25 197:3 197:3,4 <b>sign</b> 279:9 <b>significant</b> 107:3 234:8,13,14 236:25 <b>signing</b> 279:11 <b>sill</b> 270:21 <b>silly</b> 47:8 <b>similar</b> 125:19 178:22 201:8 202:6 203:14 <b>simplest</b> 181:21 <b>single</b> 225:13,20 248:4,22,24 <b>sir</b> 32:22 34:25 35:10 36:19 38:23 42:16 43:18 46:10 48:8,19 55:16 56:7 57:16 60:17 64:20 65:5 83:20 91:22 92:6,10,15 170:4,15 223:3 243:16 251:5 251:23 252:13	257:6 262:21 <b>sit</b> 156:18 157:13,25 219:17 256:6,11 <b>site</b> 6:24 169:22 170:17 171:4 180:2 204:4 216:9,11 <b>situation</b> 202:17 <b>situations</b> 39:24 <b>six</b> 20:11 103:24 171:11 <b>size</b> 38:25 44:8,11 85:12 96:8 106:5 108:9 111:8 112:18 154:13,24 155:6,9 155:19,25 156:15 156:19,24 164:7,20 164:25 165:4 172:5 178:13 199:4 236:15 241:11,14 251:25 <b>sizes</b> 171:6,12 <b>skip</b> 106:8 <b>skipped</b> 5:4,7,8,9,12 5:16,17,23,24,25 6:4,5,6,7,12,13,14 6:16,17 <b>skipping</b> 96:22 <b>sleep</b> 65:19 <b>slide</b> 152:3 153:25 154:12 162:16,18 162:18,21 164:5,24 165:7,14,17,25 166:5 <b>slides</b> 6:22 151:14 151:23 <b>slow</b> 189:16 <b>small</b> 171:13 175:12 <b>smell</b> 67:6,14 <b>soap</b> 144:4,6,7 <b>social</b> 25:5 <b>sold</b> 21:20 24:6 25:18 28:5,8 30:13 32:17,18 33:7,23 61:2,24 62:16 63:8 76:3 132:10,12,23	133:14,16 161:9,16 182:17,19 208:7 220:12,13,14 247:21 248:2,21,21 249:3 257:22 <b>solution</b> 58:16 <b>somebody</b> 53:14 115:12,14 124:19 212:14 <b>sorry</b> 13:6 22:14 24:6 31:17 35:24 52:21 59:21 68:20 76:5 124:25 127:3 131:7 132:9,12 141:12 144:6 147:16 153:15 164:14 179:23 183:6 184:23 188:6 188:16 190:22 208:2,3 209:22 231:15 251:9 268:10 <b>sort</b> 64:3 133:21 134:5 239:15 <b>sought</b> 133:21 134:5 <b>source</b> 35:6 <b>south</b> 3:7 99:18 <b>southeast</b> 152:25 <b>southeastern</b> 99:19 <b>soybean</b> 180:4,7,7 <b>soybeans</b> 180:6 <b>space</b> 41:24 67:3 73:3,10,24 106:8 226:7 227:13,25 261:17 279:7 <b>spain</b> 189:18 <b>span</b> 152:22 <b>sparboe</b> 116:11,21 <b>speak</b> 53:14 <b>speaking</b> 76:15 221:10 256:16 <b>spec</b> 270:12 <b>special</b> 36:6 181:21 <b>specialty</b> 181:16,18 181:19,23,24 182:2
--	---	--	--

182:4,8,13,17 <b>specific</b> 37:19 41:25 57:11 62:4 69:16,18 84:8 88:9,15 153:10 167:14 191:12 195:8,10 197:6 198:7 215:5 <b>specifically</b> 29:5 46:16 53:23 62:3 73:13 121:23 186:2 186:16 231:23 271:24 <b>specifications</b> 17:14 39:2 221:2 270:3,6 272:2,10,12,13 <b>specified</b> 186:21 <b>specs</b> 17:15 268:3 269:25 <b>speculate</b> 163:9 165:24 166:21 <b>speculation</b> 155:3 163:6 165:8 167:17 233:11 <b>spell</b> 24:8 36:2 125:3 141:9 267:5 <b>spelled</b> 196:18 <b>spending</b> 111:6 <b>spent</b> 112:5 <b>spoke</b> 53:19 <b>sponsored</b> 99:16 <b>spot</b> 34:11 <b>spreadsheet</b> 32:4 <b>spring</b> 267:10,11 272:22 <b>sqf</b> 268:6 <b>square</b> 73:14 106:9 106:9 120:8,9,11 226:5,19,21 227:2,6 227:11 240:19 252:4,24 253:6 261:12,14,18 262:8 <b>stacked</b> 17:2 178:18 <b>stacking</b> 15:3,9 <b>staff</b> 18:19 19:3,8,9 20:4 93:3 110:7	116:18 204:19 273:5 <b>stahl</b> 265:19 266:3,8 <b>stamp</b> 185:22 206:2 <b>stand</b> 44:24 <b>standard</b> 16:23 24:11,12 27:11,14 44:23 173:5 <b>standards</b> 41:7,17 <b>standing</b> 30:11 278:5 <b>standpoint</b> 19:10 178:15 <b>start</b> 37:17 48:3 115:22 123:2 161:6 <b>started</b> 14:21 28:12 64:9 67:8 117:5 141:22 203:7 211:25 275:7,12 <b>starting</b> 13:21 <b>starts</b> 97:20 176:22 243:23 <b>state</b> 12:14 21:19 85:11 223:12 224:25 272:13 279:6 <b>stated</b> 39:17 54:3 62:10 74:4 75:9 97:12 110:14 112:25 138:8 157:5 163:15,17 165:21 166:18 227:10 228:5 237:7,16 241:16 <b>statement</b> 186:14 187:18 194:19 201:14 237:13 238:5 258:23,24 259:19 <b>statements</b> 97:22 280:7 <b>states</b> 1:1 136:2 173:15,22 174:2 189:12 224:5,12	<b>stating</b> 208:23 <b>statistics</b> 100:4,11 111:24 152:4 156:14 <b>stats</b> 83:10,14,16 <b>status</b> 147:9 <b>stay</b> 39:14,17 <b>stayed</b> 15:21 <b>steady</b> 85:22 <b>step</b> 96:10 179:23 <b>steve</b> 232:5,8,11 <b>stipulations</b> 9:14 <b>stocker</b> 117:23 <b>stop</b> 212:12 228:10 <b>stopped</b> 212:19 <b>stops</b> 195:14 <b>store</b> 16:18 68:21 <b>stores</b> 174:11 <b>straus</b> 2:9,11 11:9 <b>street</b> 1:14 2:4,15,21 3:4,7 10:9 <b>strike</b> 55:6 66:20 70:23 205:2 211:17 <b>strive</b> 244:13 <b>struck</b> 239:8 <b>structure</b> 108:18 143:17 160:23 182:12 194:22 195:2,3 <b>structured</b> 143:20 <b>structures</b> 110:24 <b>stuff</b> 43:10 71:17 <b>subbranch</b> 46:3,11 <b>subcommittee</b> 47:3 <b>subject</b> 232:9 251:15 252:11 259:22 264:12 279:11 <b>submit</b> 175:8 <b>submitted</b> 100:25 112:11 <b>subscribe</b> 201:5 203:4,11 280:6 <b>subscribed</b> 280:12	<b>substance</b> 267:12 269:21 270:25 271:13 273:22 <b>succeeded</b> 50:16 <b>sued</b> 268:9 <b>sugar</b> 24:13 <b>suggested</b> 158:21 <b>suggesting</b> 164:24 <b>suite</b> 1:14 2:4,22 3:4 3:13 <b>suites</b> 3:8 <b>sullivan</b> 116:14 <b>summary</b> 13:14 31:25 <b>summer</b> 66:12 <b>summit</b> 111:10 <b>sunny</b> 54:14,15,16 117:24 <b>super</b> 171:12 <b>supermarket</b> 20:3 <b>supermarkets</b> 18:8 20:2 218:19 <b>supervalu</b> 273:9,12 <b>supervision</b> 18:18 172:12 278:9 <b>supplier</b> 7:8 118:5 169:8,14 170:23 171:3 186:15,18 192:24 194:4,8 243:4 271:23,24,25 <b>suppliers</b> 143:24 243:2 <b>supply</b> 30:17,19,22 31:5 74:2,7,8,13 75:20 76:9,9 84:5 98:5 100:24 144:4 144:10 155:17,22 157:19 158:19 188:23 189:8,11 199:19 225:14,21 241:15 245:19 259:6 262:13,16 <b>support</b> 9:1 101:3 148:25 150:4
---	---	---	--



[sure - till]

Page 38

<b>sure</b> 13:16 19:6,11 19:16 22:5,10 33:25 43:14 48:5 50:18 65:3 76:21 78:6 79:18 82:4 83:6 85:17 86:21 100:7 115:21 116:10 117:7 124:22 126:18 127:21 132:21 137:3,11,24 138:21 139:18 146:12 149:18 153:18 157:5 172:25 173:9,20 174:13 193:10 200:10 202:24 203:6 207:23 214:2 235:22 251:24 254:24 255:22 262:15 275:13 <b>surplus</b> 58:3,4,8,17 64:19,21 65:2,6 66:20,22 68:12 69:2 70:5,15 71:13,14 98:6,9 <b>survey</b> 137:18,20,22 <b>survive</b> 244:25 245:3 <b>susman</b> 2:3 11:6 <b>susmangodfrey.com</b> 2:6 <b>sustain</b> 110:23 <b>swear</b> 12:2 193:14 275:19 <b>switch</b> 167:24 <b>sworn</b> 12:6 278:6 280:12 <b>sysco</b> 194:4,5 195:11 195:11 197:4 <b>system</b> 84:4 103:20 199:18 201:18,22 202:20 203:2,5,12 203:12,14,19 204:22 216:6,23	<b>t</b> <b>t</b> 2:15 3:18 4:9 5:1 6:1 7:1 8:1 24:9 125:4,4 141:10 183:21 278:2,2 281:1,1 <b>table</b> 203:16 <b>tabled</b> 107:21 <b>take</b> 32:9 44:12 121:3 167:23 170:3 177:20 180:10 186:22 188:2,10 194:11,16 195:16 199:10 201:23 213:24 235:8 246:25 248:2 252:2 <b>taken</b> 1:12 10:11 77:7 109:12 121:7 162:6 168:4 177:23 214:6 225:16 247:9 278:5 <b>talk</b> 19:18 184:12 186:3 197:7,11 199:3 226:4 234:18 243:18 245:6 <b>talked</b> 117:13 138:9 198:16 199:3 223:24 <b>talking</b> 22:6,20 27:18 44:7,8 90:23 91:4,5 93:5 111:7 156:9 195:11 196:17 197:5 202:16 209:20 214:21 221:7 235:12 247:17 275:17 276:3 <b>talks</b> 135:8 186:16 236:23 <b>tanker</b> 37:12 179:11 <b>tanks</b> 179:6,8 <b>tape</b> 77:3,9 161:25 162:3,8 246:25 247:5,11 276:22	<b>taped</b> 16:25 178:18 <b>team</b> 20:2 146:9,14 <b>teams</b> 172:7 <b>teleconference</b> 3:16 <b>telephone</b> 43:23 48:14 <b>tell</b> 59:3 65:5 99:20 167:18 197:18 211:23 251:19,20 261:7 266:15 270:23 278:6 <b>term</b> 28:20 34:8 67:7 85:15 96:6 101:16 169:10 178:5 181:15,18 205:11 <b>terms</b> 27:15 48:24 92:18 195:22 196:21 230:10 <b>terry</b> 118:4,4 255:5 <b>testified</b> 12:7 85:10 221:11 245:23 246:2 257:25 258:9 <b>testimony</b> 4:3 77:15 81:14 167:5 191:9 194:15 209:24 233:11 278:5,7,10 <b>testing</b> 271:22 <b>texas</b> 174:2,3,5,10 174:11 254:22 <b>thank</b> 76:17,23 167:21,22 232:7 <b>thanks</b> 111:13 211:4 <b>theirs</b> 66:15 <b>thereof</b> 278:11 <b>thing</b> 51:14 68:22 81:14 100:12 128:21 155:13 167:8 173:15,24 198:22 199:3 219:22 <b>things</b> 19:5 36:22 66:2,3 67:22 156:20 165:22 167:10 184:21 185:3	187:24 238:13 <b>think</b> 19:22,23 20:22 36:13 50:14 56:13 59:2 61:19 65:19 67:8 76:19 82:7,13,18 83:7 125:7,10 129:5 132:25 139:23 142:12 145:8,11,12 146:14 147:3 160:6 161:24 173:4 179:24 182:5 184:16 185:4,13 186:16 198:14 202:12 204:3,7 206:14 216:7,10 218:11 223:12 231:18 232:12 236:20 237:23 250:9 258:2 274:2 <b>thinking</b> 50:10 233:15 237:11 259:14 <b>third</b> 79:4 105:7 162:18 182:2 186:23 194:11,23 213:6 223:16 224:12 236:13 260:22 <b>thirty</b> 279:16 <b>thoroughly</b> 219:14 <b>thought</b> 47:8 50:9 65:22,23 76:12,18 126:5 135:14 138:3 184:8 185:9 233:24 <b>three</b> 20:22 68:10 140:19 142:11,23 142:23 143:2,4 162:9 247:5 268:6 269:14 <b>throw</b> 71:17,18 <b>thursday</b> 1:9 29:17 <b>thursdays</b> 30:25 <b>till</b> 141:13 161:9
--	--	---	--



[tim - uea]

Page 39

<b>tim</b> 82:25 <b>time</b> 10:7,19 14:9,11 14:14,16 15:3,8,22 16:3 17:3,16,17 18:13 19:22 20:10 23:15 27:6 28:13,13 28:22,22 29:9,13 35:25 39:17,18 40:7 40:20,20,22 44:2,3 44:8 46:7 50:15,25 52:5,24 60:5,24 64:10,11 67:17,20 68:14 69:18 73:18 74:14 75:25 76:25 81:11 82:14,15 89:6 90:19 93:7 99:13,17 111:7 114:16 116:5 120:24 122:8 124:3 133:2 138:24 141:19,23 142:10 145:9 146:11,21 147:6 156:15,16 161:6,9,12 167:16 167:21 178:7 184:4 187:20 188:25 189:19 191:15 201:23 208:22 212:7 220:3,16 221:18 228:24 234:17 237:10,12 238:5 239:12 242:11,19,20 243:3 243:22,24 244:6,9 246:9 250:14 253:11,13,18 254:17 256:9 257:11 258:24 265:14,23,25 278:6 <b>times</b> 16:13 62:4,5 65:6 124:10 216:20 269:13 <b>title</b> 14:23 97:18 147:12 216:2 219:6 <b>titled</b> 150:16 153:25 250:7 252:11	<b>toby</b> 117:17 <b>today</b> 10:6 16:20,24 18:21 77:15 89:19 117:4 118:16 121:21 150:10 157:13,25 189:4,5,7 189:9,12,22,25 190:9,17 191:11,19 191:20 198:15 199:9 202:5,7,20 209:6,16,19 214:12 223:14 228:9 235:11 237:7,10 249:10 253:19 255:9 256:6,11 257:25 258:9 265:4 270:4 271:19 <b>today's</b> 121:24 <b>todd</b> 142:12 267:4 <b>todd's</b> 267:5 <b>tokyo</b> 61:3 <b>told</b> 46:21 47:7,14 54:3,6 122:14 184:25 250:17 <b>tomorrow</b> 225:24 245:25 <b>tone</b> 202:21 <b>top</b> 23:12 33:13 53:16 60:22 82:8 158:18 162:17 170:20 179:13 201:15 206:9 217:16 226:4 234:24 235:19 236:8,9,10 242:13 <b>total</b> 22:17 33:17 122:13 165:14 219:15,18 <b>totally</b> 46:25 <b>tote</b> 179:14 <b>trade</b> 71:9 99:15,19 99:21 133:5,10 <b>traded</b> 133:2 <b>traders</b> 70:2	<b>trading</b> 70:11,16 84:16,16 <b>trail</b> 217:12,13 <b>transcribed</b> 278:8 <b>transcript</b> 279:17 279:18 280:3,6 <b>transcription</b> 278:9 <b>transferred</b> 15:11 15:13,22 178:2 <b>transport</b> 19:15 70:18 <b>transportation</b> 181:6 <b>travel</b> 19:3,20 <b>treasurer</b> 114:9 <b>treatment</b> 177:4 <b>tries</b> 244:16 <b>truck</b> 181:9 195:14 <b>trucks</b> 14:23,24 15:5 15:10,17,18 17:4 180:13,21,22,25,25 181:8 <b>true</b> 238:13 278:9 <b>truth</b> 250:18 278:7,7 278:7 <b>try</b> 51:8 68:4,25 81:22 115:20 243:22 244:3,6,9 <b>trying</b> 19:22 41:6 49:20 50:25 59:14 61:19 82:13 141:21 152:15 219:25 220:2 233:24 235:24 244:15 <b>turn</b> 80:16 91:2 100:23 150:14 153:23 158:17 161:4 170:18 187:13,23 194:10 198:15 258:8,11 260:16 <b>tv</b> 65:21 <b>twice</b> 48:10 75:16 117:12	<b>two</b> 47:9,10 48:23 48:24 49:16 50:14 54:17,21 68:17,18 77:10 78:25 93:8 113:25 122:10 124:6,7 140:18 142:11,22,23 143:2 143:14 162:3 171:10 173:5 183:6 187:24 188:5,7,14 188:15,17 212:23 219:13 236:14 255:10 258:15 259:6 <b>twofold</b> 61:21 <b>tx</b> 2:5 <b>type</b> 36:4 66:13 100:12 123:11,21 143:22 144:16 172:3,3,5 201:21 211:13,19 212:12 245:17 <b>types</b> 18:17 27:17 72:12,25 <b>typically</b> 142:17 152:9
			<b>u</b>
			<b>u.s.</b> 10:14 21:20 57:14 61:22 102:2 102:11 224:23 225:7,25 234:3 <b>ub</b> 212:22 213:3 232:14 233:5,8 <b>uc</b> 232:12 <b>ue0902043</b> 6:11 113:20 114:3 <b>ue0902044</b> 113:20 <b>uea</b> 46:4,4,5,6,8,15 46:17,17,20,21,23 46:25 47:6,24 48:2 48:6,15,18,21 49:25 50:21,23 51:7,19,23 52:5,15,20,25 53:2 53:4,13,21 54:2,6,9

54:23 79:5,8,20 103:10,15,21 139:4 139:7 140:11,16 141:3,17,25 142:18 143:4,9,10,11,15 144:16,22,25 145:6 145:12,21 146:8 147:12,14,15,19,20 147:21 148:2,6,7,9 148:12,15,19,21,24 149:8,11,18,19 150:3,7,20 151:2 198:18 <b>uea's</b> 50:21 <b>uep</b> 4:20 5:13,20 40:22 41:2,11,12,16 41:24 42:7,11 45:25 46:3,11,18,19,22 47:2,6,23 48:4 52:19,24 53:3,21 54:2,24 55:7,15,15 55:22 56:5 72:15 79:12 83:13 88:6,12 89:22 90:8,11 92:12 92:22 96:3 97:7 99:9 101:25 102:9 102:15 103:2,11,22 105:20,21 109:17 110:3,10 116:18,22 117:16 118:6,9,10 120:4,7,14 130:3 132:4,6,19,22,24,25 133:2,11,12,13,18 133:22 145:18 146:22,23 147:2,6 147:14,25 148:9,13 149:7,12,21 150:5 150:22 151:3 152:6 152:7,12 153:17 158:2,20 164:6,19 198:17 226:22 260:24 261:10 262:6 264:21 266:7 266:16,23 267:20 268:3,4,11,23	269:22 270:2,13 271:3,15,24 272:6 272:14,25 273:6,9 273:17 274:9 <b>uep's</b> 5:10 87:8 88:2 94:4 98:15 99:2,6 103:14 148:16,25 262:17 <b>ultimately</b> 126:7 <b>uncertified</b> 91:4 <b>underneath</b> 175:13 242:13,15 <b>understand</b> 36:15 91:19 92:7 95:4 129:17,18 135:25 158:3 168:18,20 170:6 219:14,25 220:2 228:12 244:16 <b>understanding</b> 50:19 52:8,17,19,23 65:13 73:8 85:14 92:3 94:15 136:14 136:22 158:11 169:4 171:2 198:24 199:20 215:20 221:6 234:7 240:12 240:17,18 248:16 <b>understood</b> 43:7 45:17 209:23 <b>ungraded</b> 44:16 <b>union</b> 189:18 <b>united</b> 1:1 4:14 6:8 40:15 46:9 56:6 57:7 78:9 79:2 87:7 113:16 114:3,13,22 114:24 115:2 132:8 132:19 134:6 136:2 138:24 148:16 189:12 224:4 <b>university</b> 2:10 <b>unknown</b> 58:15 <b>unloading</b> 14:22,24 <b>unwashed</b> 44:17	<b>update</b> 173:8 <b>upper</b> 170:5,12 <b>urnabary</b> 195:24 <b>urner</b> 5:5 7:10 29:13 30:7 31:2,14 32:10 32:13 35:8,12,13,14 35:18 37:4,8,11,11 37:17,18 38:5,7,10 38:13 39:21 40:11 83:19 84:3,12,15,24 85:20 88:23 89:14 96:15 97:5 114:17 118:11 156:17 196:12,17 199:17 200:2,4,15,22 201:3 201:5 202:19,20 203:13,22 204:6,21 205:3,6,7,12,14 206:25 207:14,20 208:6,8,16,20,24 209:4,21 213:4,9,14 213:18 216:23,25 232:24 251:17 270:9 <b>usa</b> 194:18 <b>usda</b> 7:16 39:4 45:5 45:9,10 47:21 77:22 112:6,8 118:3,8 156:14 173:5 175:6 175:7,8,16 203:24 203:24 204:4 215:10,25 216:2,3,9 259:3 <b>usda's</b> 216:18 <b>use</b> 29:23 37:11,24 49:5 66:14 70:25 84:16,24 96:21 98:22 107:5 180:22 181:7 208:17 209:2 213:12,13,20 216:20 233:6 249:5 <b>usem</b> 57:15,17,21,24 57:25 58:20 61:17 62:9,11,12,19,22 101:4,9,9,11,25	102:2,8,10 133:12 133:15,17 166:5,12 166:15 167:2,12 <b>uses</b> 115:15 <b>usually</b> 99:12,19 110:15 139:5 140:20 196:22 246:5 <b>utah</b> 124:3 <b>utilize</b> 180:25
<b>v</b>			
<b>v.p.</b> 187:4 <b>va</b> 2:10 <b>vague</b> 57:8 136:18 <b>valid</b> 136:14 <b>validate</b> 160:13 <b>valley</b> 33:11 82:21 125:8 128:23 <b>values</b> 85:24 <b>van</b> 79:15 <b>variable</b> 240:10,20 <b>varied</b> 33:21,22,22 39:8 67:21 <b>varieties</b> 126:15 <b>variety</b> 125:24 126:2,6 <b>various</b> 32:24 67:22 73:3 248:2,3 <b>vary</b> 23:22,23 34:24 38:21 <b>vast</b> 97:25 <b>vee</b> 266:23 267:2 268:4,8 <b>vegas</b> 6:10 113:19 114:5,14,17 <b>vendor</b> 7:6 118:6 182:23 <b>vendors</b> 143:24 144:4 <b>veritext</b> 10:5 12:2 <b>vernon</b> 15:14 <b>versus</b> 25:19 58:13 63:4 182:20 190:20 192:4,5			

[vertical - witness]

Page 41

<p><b>vertical</b> 177:3,8  <b>vertically</b> 169:8,10  175:25 177:10  178:5 179:22  180:18  <b>vice</b> 13:2 14:20 16:9  17:24 71:25 74:9  97:18 139:25 140:5  140:8 182:11  242:21  <b>victor</b> 141:6 142:2,4  142:5,7,15  <b>videographer</b> 3:20  10:3 11:20,24 77:2  77:9 109:9,14 121:4  121:9 162:2,8  167:25 168:6 214:3  214:8 247:4,11  276:21  <b>videotape</b> 77:3,10  162:3,9 247:5,12  276:22  <b>videotaped</b> 1:11  <b>view</b> 237:13  <b>views</b> 250:14  <b>villa</b> 60:23  <b>vince</b> 254:19  <b>virtually</b> 60:13  <b>vision</b> 249:11  <b>visit</b> 18:8 19:5  <b>visiting</b> 60:2  <b>visits</b> 20:2  <b>vitamin</b> 180:10  <b>vogel</b> 142:12  <b>voices</b> 4:14 56:6  57:7 78:9 79:2  148:16  <b>volstead</b> 53:22  135:18,25 136:15  136:23  <b>volume</b> 101:20  <b>volumes</b> 101:13,17  <b>voluntary</b> 45:10  <b>vote</b> 109:6 113:8</p>	<p><b>voted</b> 108:25 112:22  <b>voting</b> 85:25  <b>vs</b> 188:2,9,20 190:16  240:3</p> <hr/> <p style="text-align: center;"><b>w</b></p> <hr/> <p><b>w</b> 125:4  <b>wabash</b> 33:11 82:21  125:8 128:22  <b>wacker</b> 3:13  <b>waiting</b> 179:6  <b>wal</b> 21:25 22:11  26:24 69:10 220:9  220:10,13,14,15,22  220:25 221:2 255:9  256:4,8 264:12  <b>waldbaum</b> 82:15,16  <b>walked</b> 82:20  <b>walking</b> 15:19  <b>walmart</b> 220:21  <b>want</b> 22:8,10 23:25  26:10 28:15 33:25  67:14 70:15 79:4  80:18 81:22 86:17  86:21 115:22  124:20 132:13  136:20 145:4  156:10,12 170:24  171:6 174:15,16,17  175:5 184:23 186:2  187:24 193:10  194:12 197:19  215:6 216:12  234:17 248:14,17  251:22 257:15  <b>wanted</b> 51:15  193:22 257:20  <b>wants</b> 86:25 193:5  <b>warehouse</b> 174:10  195:12,18,20  <b>wash</b> 144:7  <b>washed</b> 178:11,23  <b>washington</b> 1:14  2:22 3:5 5:14 10:10  82:11 102:17 103:3</p>	<p>128:5 145:10  146:17  <b>watch</b> 65:21 66:5  <b>way</b> 52:18 86:22,25  164:3 165:12  243:21 250:15  259:13  <b>wayne</b> 111:22  <b>ways</b> 67:24  <b>we've</b> 41:17 74:5  117:13 132:15  172:25 173:13  174:7 193:8 225:10  244:8 262:4  <b>weaver</b> 82:25,25  90:23  <b>web</b> 6:24 169:22  170:17 171:4 216:9  <b>webmail</b> 235:22  <b>webmail.goodegg....</b>  235:20  <b>week</b> 30:25 32:3  60:14,24 99:16  101:7 110:15  158:22,23 258:17  258:17  <b>week's</b> 101:21 258:3  258:5  <b>weekly</b> 7:16 32:6  56:14,15 60:16  215:10 216:3  <b>weeks</b> 14:12 101:5  108:8 112:17  157:19 177:25  212:23 219:13  <b>weights</b> 173:18  <b>weil</b> 2:20 11:17  <b>weil.com</b> 2:23  <b>welfare</b> 4:23 41:3,5  41:7,9,16 72:17,20  79:6,20 93:14,24  107:20 226:23  238:2,17 253:15  262:18 264:22  266:7 267:16 274:5</p>	<p><b>went</b> 13:16,22 14:2  19:19 47:22 64:3  73:21 120:7 124:8,8  142:7 173:7 175:19  177:12 265:7 272:4  <b>whaley</b> 217:19,19  217:23 219:11,20  221:6  <b>whichever</b> 156:10  <b>whip</b> 24:11  <b>white</b> 39:8 68:17  <b>whites</b> 24:10,11,14  68:18 179:4  <b>wicker</b> 108:5  <b>wide</b> 125:24 126:6  194:17  <b>wild</b> 245:5  <b>willamette</b> 124:24  125:2 128:6  <b>wilson</b> 137:7,14  138:9,20  <b>wisconsin</b> 255:4  <b>witness</b> 9:3 10:17  12:2 13:19 22:24  30:10 31:20 32:12  34:21 36:14 44:22  46:14 53:8 55:3  56:19,21 57:2,10  63:11 64:8 67:18  69:4 71:5 74:17  75:22 76:14 86:20  91:22 92:14,21  94:19 95:7,12,19  101:15 120:22  130:13 131:17  133:24 136:21  137:6,13 138:7,19  142:22 149:5,15,24  151:6 154:8,16  155:4,11 156:6  157:4 158:6,13  159:12,19 160:10  160:19 163:7,15  164:2 165:10,21  166:18 167:6,22</p>
--	---	--	---

VERITEXT REPORTING COMPANY

212-279-9424

www.veritext.com

212-490-3430

[witness - zielinski]

Page 42

169:11,18 172:18 185:18,23 191:10 192:10,20 193:11 193:17 196:4,25 197:9 198:5 199:23 201:25 202:14 205:12 207:17 226:10 228:4,18 230:25 233:13 234:12 236:10 237:20 238:22 239:20 241:3 244:21 248:9 252:17 259:12 263:13 268:13,19 269:11 270:15 273:3 274:2 276:15 277:2 278:10,12 279:2 <b>wondering</b> 134:4 137:21 164:18 <b>wording</b> 221:15 <b>work</b> 12:19 14:9 18:18 19:4,9,15,17 19:19 47:22 50:24 50:25 61:14 67:10 81:20,21 91:13 111:5 122:23 123:3 123:7,11,15,17 130:15,17 146:18 172:4,24 174:12,19 174:22 183:24 184:4,7 223:14 <b>worked</b> 14:12,16 15:7,8 16:6 47:13 50:23 51:21 64:11 74:5 82:14,17,23,24 82:25 83:5,10 94:16 97:19 103:18 116:9 132:25 133:12 147:3 148:2 173:8 183:21 219:4,5,7,8 276:5 <b>working</b> 14:21 16:4 16:5 41:2 117:6	131:19 136:12 168:24 190:7,7 254:25 255:3,6 274:7 <b>works</b> 18:5 91:12 117:3 142:4 160:21 218:22 223:13 273:5 <b>world</b> 194:17 225:4 <b>wright</b> 1:13 3:3 10:9 11:12 <b>write</b> 75:14 <b>writing</b> 237:15 <b>written</b> 100:21 106:23 154:17,20 154:21 162:24 166:9 189:2,20 <b>wrong</b> 196:18 234:23 <b>wrote</b> 206:18 210:20 226:12 233:14,15 236:5,5,10 237:5,16 237:18 238:23 241:13 243:16 250:10,16,18 257:18 263:8,16,20 <b>www.goodegg.com</b> 170:13	68:19,22 99:13,15 99:21 110:16,20 111:8 114:17 140:17 154:6 160:3 160:22 161:20 173:4 190:3,5 203:7 203:9 216:20 223:20,24 224:3 225:4 275:9 <b>years</b> 13:9,25 14:3,7 16:20 20:23 23:20 24:5 27:21 28:2 34:12 42:11,12 48:23 49:3 50:14 60:25 61:20 68:17 68:18 71:25 73:17 103:19 139:8,9,16 139:17 168:25 173:5 224:23 225:11 236:14 246:10,12 250:16 269:13 270:19 274:24 276:7,11 <b>yellow</b> 68:19 <b>yesterday</b> 122:10,17 <b>yield</b> 44:8,11 96:8 199:4 <b>yolk</b> 24:6,9,12,13,13 24:15 179:4
	<b>x</b>	<b>z</b>
	<b>x</b> 4:1,9 5:1 6:1 7:1 8:1	<b>zetten</b> 79:15 <b>zielinski</b> 232:6,7,8
	<b>y</b>	
	<b>y</b> 24:9 <b>yeah</b> 44:18 67:18 86:25 134:4 147:21 164:23 184:16 212:5 <b>year</b> 15:2,21 23:18 23:23 25:18 26:21 29:8 32:5,7 33:22 33:22 34:13 48:10 48:23 50:9,12,13 60:8,13 63:22,24 64:10 65:6,12 66:4	